

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 FEB 28 PM 2:00
 SECURITIES DIVISION
 TALLAHASSEE, FLORIDA

AL FEB 28 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/28/97		
TIME	9:20		CK No. _____
BY	DR		

WALK-IN
 Will Pick Up _____

RE: JGB And Associates
Inc.

	C.C. FEE.	DISBURSE
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input checked="" type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> Filing No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()		
<input type="checkbox"/> pgs.		
SUBTOTALS		

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION OF
JGB And Associates, Inc.

FILED

97 FEB 28 PM 2:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the corporation shall be:
JGB And Associates, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One thousand shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered office of the corporation is:

3196 North Federal Highway
Boca Raton, FL 33431

and the name of its initial Registered Agent at such address is:

Linda M. Schneider

The initial street address of the principal office of the corporation shall be:

3196 North Federal Highway
Boca Raton, FL 33431

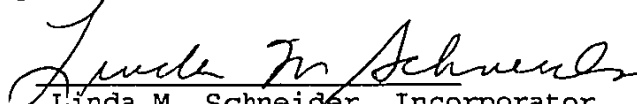
SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is one, and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Linda M. Schneider
3196 North Federal Highway
Boca Raton, FL 33431

The name and address of each incorporator is:

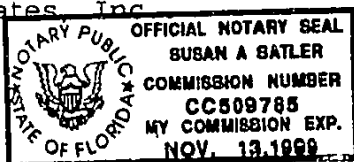
Linda M. Schneider
3196 North Federal Highway
Boca Raton, FL 33431

Dated: February 25, 1997


Linda M. Schneider, Incorporator

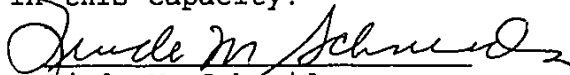
State of Florida :
County of Palm Beach : ss:

The foregoing instrument was acknowledged before me this 25
day of February, 1997 by Linda M. Schneider of JGB And
Associates, Inc




NOTARY PUBLIC

Linda M. Schneider, having been designated to act as Registered
Agent, hereby agrees to act in this capacity.


Linda M. Schneider

CERTIFICATE DESIGNATING (OR CHANGING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.24 Florida Statutes, the
following is submitted, in compliance with said Act:

JGB And Associates, Inc. desiring to organize under the laws of
the State of Florida with its principle office, as indicated in
the Articles of Incorporation, at City of Boca Raton, County of
Palm Beach, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By

James M. Abner
Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA