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JUSTIN EDWARD BEALS
ATTORNEY AT LAW

THE WORLD TRADE CENTER
SUITE 2000
80 SOUTHWEST 8TH STREET
MIAMI, FLORIDA 33130

TEL (305) 379-0884
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February 25, 1997

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

600002100776--4
-02/28/97--01031--015
*****74.50 *****74.50

Re: Articles of Incorporation

Gentlemen:

Enclosed please find Articles of Incorporation for ~~J. E. B. & ASSOCIATES, INC.~~ and our office check in the amount of \$74.50 to cover the filing fee and fee for registered agent designation. Also enclosed is a self-addressed envelope for the return of a copy of the time-stamped Articles after recording.

Very truly yours,

Jan R. Marshall
Jan R. Marshall
Secretary to Justin Edward Beals

JEB/jm
Enc

502-
W97-535

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 17 PM 3:49

gg 3/17/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED
CLERK OF STATE
CORPORATIONS

97 MAR 17 PM 3:48

March 6, 1997

JUSTIN EDWARD BEALS, ESQUIRE
THE WORLD TRADE CENTER
80 SOUTHWEST 8TH STREET #2000
MIAMI, FL 33130

SUBJECT: J. C. L. & ASSOCIATES, INC.
Ref. Number: W97000005315

We have received your document for J. C. L. & ASSOCIATES, INC. and your check(s) totaling \$74.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 597A00011611

3/14/97,

PLEASE SEE ENCLOSED (AMENDED) ARTICLES
OF INCORP.

Thank You.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
LAMSON & ASSOCIATES, INC.

97 MAR 17 PM 3:48

A Florida Corporation

BY THESE ARTICLES OF INCORPORATION, the incorporator named below, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I

NAME. The name of this corporation is:

LAMSON & ASSOCIATES, INC.

and the initial principal address of the corporation is:

7260 W. Troon Circle

Miami Lakes, Florida 33014

ARTICLE II

TERM. This corporation shall exist perpetually, unless dissolved according to law.

ARTICLE III

PURPOSE. The purpose for which this corporation is organized is to establish a new business consulting and financial planning firm in the Miami, Florida area; and also to carry on all other lawful activities in which a Florida corporation may engage.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this Corporation is:

*The World Trade Center
Suite 2000
80 S.W. 8th Street
Miami, FL 33130*

and the name of the initial registered agent at such address is:

JUSTIN EDWARD BEALS

ARTICLE V

BOARD OF DIRECTORS. The Corporation shall have no less than one (1) member of the initial Board of Directors. The number of Directors may be increased or decreased from time to time pursuant to the ByLaws of the Corporation, but shall never be less than one. The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN C. LAMSON	7260 W. Troon Circle Miami Lakes, Florida 33014

ARTICLE VI

CAPITAL STOCK. The aggregate number of shares of stock that this Corporation shall have authority to issue is one thousand (1,000) shares of one dollar (\$1.00) per share par value common

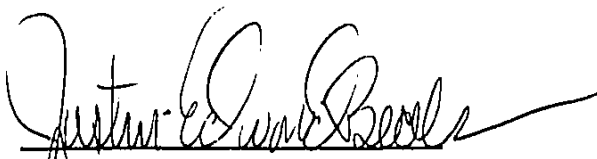
ARTICLE VII

INCORPORATOR. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JUSTIN EDWARD BEALS	The World Trade Center 80 S.W. 8th Street Suite 2000 Miami, FL 33130

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation.

DATED on FEBRUARY 24, 1997.


Justin Edward Beals

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 24th day of February, 1997 by Justin Edward Beals who is personally known to me or who produced N/A as identification and who did take an oath.

sign 

print David J Block
Notary Public
State of Florida at Large



My commission expires: 12/3/99

FILED
SECRETARY OF STATE
CORPORATIONS

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CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above Corporation at the address designated in the **ARTICLES of INCORPORATION**, **JUSTIN EDWARD BEALS** hereby accepts and agrees to serve as registered agent and agrees to comply with the provisions of the Florida Statutes, as amended, relative to keeping said office open.

A handwritten signature in cursive script, reading "Justin Edward Beals", written over a horizontal line.

Justin Edward Beals