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LAW OFFICE OF
RUDOLPH M. DI LASCIO, JR., P.A.

FILED

5798 Johnson Street
Hollywood, Florida 33021

May 14, 1997

97 MAY 15 10:52 AM
Tel: (954) 966-7466
Fax: (954) 966-3410

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

Re: Articles of Incorporation
new corporation
NRC/JARO NORTH CAROLINA, INC.

700002179687--8
-05/15/97--01045--002
****122.50 ****122.50

Ladies:

I have enclosed the following items regarding the filing of
a new corporation:

1. Original and one copy of the Articles
of Incorporation for the above referenced
corporation.
2. Check in the amount of \$122.50 made payable
to the Secretary of State representing
the filing fee, minimum taxes and the
cost of one certified copy.
3. UPS Airbill and Envelope for return
as soon as possible to my office

Please file accordingly and forward the certified copy
to my office via OVERNIGHT MAIL VIA UPS.

Thank you for your cooperation in this matter.

Very truly yours,


Rudolph M. Di Lascio, Jr.

RMD/jb
Enclosures
By UPS Overnight

9N5-20-97

**ARTICLES OF INCORPORATION
OF
NRC/JARO NORTH CAROLINA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be **NRC/JARO NORTH CAROLINA, INC.**, and the principal place of business of this corporation shall be 6600 Park of Commerce Boulevard, Boca Raton, Florida 33487.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Corporation shall be: 5798 Johnson Street, Hollywood, Florida 33021, and the name of the initial Registered Agent of the Corporation at that address is: RUDOLPH M. DI LASCIO, JR.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This Corporation shall have no less than two (2) Directors, and no more than four (4) Directors. The names and street addresses of the initial members of the Board of Directors are:

HOWARD EISEN	- 6600 Park of Commerce Boulevard Boca Raton, Florida 33487
JACQUELINE STERN	- 6600 Park of Commerce Boulevard Boca Raton, Florida 33487

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

HOWARD EISEN President	- 6600 Park of Commerce Boulevard Boca Raton, Florida 33487
NICK PERROTTI Vice President	- 6600 Park of Commerce Boulevard Boca Raton, Florida 33487
JACQUELINE STERN Secretary/Treasurer	- 6600 Park of Commerce Boulevard Boca Raton, Florida 33487

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders meeting requiring a unanimous vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intentions that a certain amending of these Articles of Incorporation be made.

ARTICLE X. SUBCHAPTER S

The Corporation is authorized to issue only one (1) class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2)

(or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE XI. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

RUDOLPH M. DI LASCIO, JR.
5798 Johnson Street
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation has hereunto set his hand and seal on this 14 day of May, 1997.



L.S.
RUDOLPH M. DI LASCIO, JR.

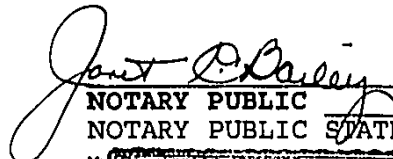
STATE OF FLORIDA

SS:

COUNTY OF BROWARD

BEFORE ME, the undersigned, personally appeared RUDOLPH M. DI LASCIO, JR., to me known to be the person described in and who executed the foregoing Articles of Incorporation, who after being duly sworn under oath, acknowledged before me that he executed same for the purpose therein expressed and is personally known to me, and who executed the foregoing instrument.

WITNESS my hand and official seal in the State and County aforesaid, this 14 day of May, 1997.



NOTARY PUBLIC
NOTARY PUBLIC STATE OF FLORIDA



ACCEPTANCE OF DESIGNATION
AS
REGISTERED AGENT

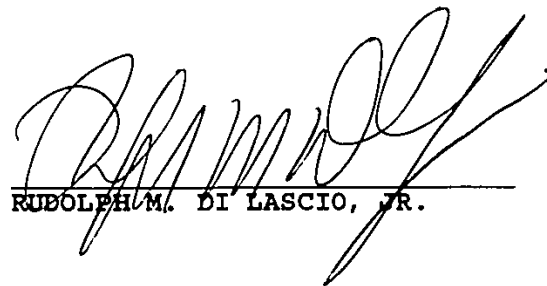
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, RUDOLPH M. DI LASCIO, JR. having been named the statutory agent of NRC/JARO NORTH CAROLINA, INC. do hereby accept designation as Registered Agent, and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

DATED this 14th day of May, 1997.



RUDOLPH M. DI LASCIO, JR.