

VERTICALS BY JOHNN, INC.
1976 SE PT. ST. LUCIE BLVD.
PT. ST. LUCIE, FL 34952

P9700006097
JUL 9, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: VERTICALS BY JOHN, INC.

200002235672--7
-07/11/97--01033--016
****122.50 ****122.50

Gentlemen:

200002235672--7
-07/11/97--01033--016
****122.50 ****122.50

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of the filing fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

JOHN PILAT

VERTICALS BY JOHN, INC.
1976 SE PT. ST LUCIE BLVD.
PT. ST. LUCIE, FL 34952

FILED
97 JUL -9 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL -9 AM 11:32
DIVISION OF CORPORATIONS

Enclosures

[Handwritten signature]

ARTICLES OF INCORPORATION

FILED
JUL - 9 PM 3 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: VERTICALS BY JOHN, INC.

SECOND

The period of its duration is: until dissolved.

THIRD

The purpose of the corporation is: CONDUCT BUSINESS IN THE STATE OF FLORIDA.

FOURTH

The aggregate number of authorized shares is: FIVE HUNDRED (500) One Dollar (\$1.00).

FIFTH

The corporation will not commence business until at least One Dollars (\$1.00) has been received by it as consideration for the issuance of shares.

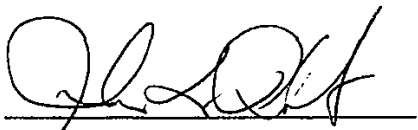
SIXTH

Provisions for regulating the internal affairs of the corporation are : as Determined by mutally by the Board of Directors.

SEVENTH

The address of the initial registered office of the corporation is: 1676 SE PT. ST. LUCIE BLVD., PT. ST. LUCIE, FL. 34952 and the name and address of the initial registered agent is: JOHN PILAT, 1676 SE PT. ST LUCIE BLVD., PT. ST. LUCIE, FL. 34952.

I, JOHN PILAT am familiar with and accept the duties and responsibilities as registered agent for said corporation.

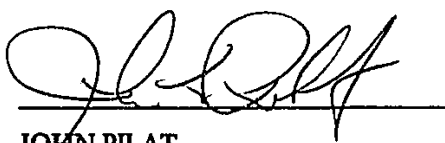
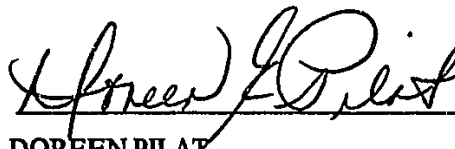

Signature of Registered Agent

EIGHTH

The address of the principal place of business is: 1676 SE PT. ST. LUCIE BLVD., PT. ST. LUCIE, FL 34952.

NINTH

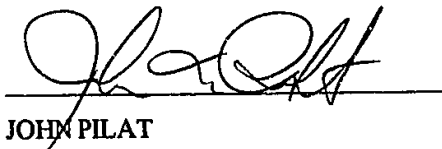
The number of directors constituting the initial board of directors of the corporation is TWO, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successor is elected and shall qualify are:


JOHN PILAT
2400 S OCEAN DRIVE
APT. 6126
FT. PIERCE, FL 34949
DOREEN PILAT
2400 S. OCEAN DRIVE
APT. 6126
FT. PIERCE, FL 34949

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TENTH

The names, addresses and signatures of the Incorporators is as follows:



JOHN PILAT

2400 S. OCEAN DRIVE

APT 6126

FT. PIERCE, FL 34949



DOREEN PILAT

2400 S. OCEAN DRIVE

APT 6126

FT. PIERCE, FL 34949

DATE JUNE 26, 1997

FILED
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TALLAHASSEE, FLORIDA