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REAL ESTATE
WILLS, TRUSTS AND ESTATES
CORPORATE AND BUSINESS
MUNICIPAL FINANCE

FILE NO. 9535-1

Re: JOB Holding Corp.

August 5, 1997

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-08/08/97--01026--019
***122.50 ***122.50

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation of the above referenced corporation together with a check in the amount of \$122.50 to cover the applicable fees and charges.

Please provide us with one certified copy of said Articles after they have been filed. A copy of said Articles and a self-addressed stamped envelope are enclosed herewith for your use for this purpose.

Should you have any questions, please do not hesitate to contact us.

Thank you very much.

Very truly yours,

RHOADS & SINON

By:

Charles L. Sieck

Enclosures

FILED
97 AUG -8 PM 12: 11,
TALLAHASSEE, FLORIDA

F. 610029 AUG 8 1997

ARTICLES OF INCORPORATION

OF

JOB HOLDING CORP.

FILED
97 AUG -8 PM 12: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, the undersigned incorporator hereby presents the Articles of Incorporation of Job Holding Corp. for the purpose of forming the corporation under the Florida Business Corporation Act.

ARTICLE I

The name of the corporation is Job Holding Corp.

ARTICLE II

The principal place of business and mailing address of the corporation is 300 S.E. 5th Avenue, Unit 3020, Boca Raton, Florida 33432.

ARTICLE III

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the laws of the State of Florida and to do any and all things incidental thereto and necessary or desirable in connection therewith, including without limitation the purchasing, improving, holding, leasing and disposition of real estate.

ARTICLE IV

The corporation shall have the authority to issue one thousand (1,000) shares of common stock at a par value of \$1.00 per share.

ARTICLE V

The street address of the initial registered office of the corporation and the name of the initial registered agent for the corporation at such address shall be 300 S.E. 5th Avenue, Unit 3020, Boca Raton, Florida 33432 and Jerry I. Fessler, respectively.

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who shall serve as such director until his successor is elected and qualified is as follows:

Jerry I. Fessler
Unit 3020
300 S.E. 5th Avenue
Boca Raton, Florida 33432.


ARTICLE VII

The name and address of the Incorporator is Jerry I. Fessler, 300 S.E. 5th Avenue, Unit 3020, Boca Raton, Florida 33432.

ARTICLE VIII

The power to adopt, alter, amend and repeal the bylaws of the corporation shall be exclusively reserved to the shareholders.


IN WITNESS WHEREOF, the Incorporator has executed this instrument this 5 day of AUGUST, 1997.


Jerry I. Fessler

ACCEPTANCE

Pursuant to Section 607.0501, Florida Statutes, I, Jerry I. Fessler, having been designated as the initial registered agent for JOB Holding Corp. (the "Corporation") in the foregoing Articles of Incorporation of the Corporation and to accept service of process for the Corporation at the initial registered office of the Corporation set forth in the foregoing Articles of Incorporation, do hereby accept the appointment as such initial registered agent for the Corporation and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as initial registered agent.

IN WITNESS WHEREOF, I have executed this instrument, this 5 day of AUGUST, 1997.


Jerry I. Fessler

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA