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Charter Number Only

8/13/97 Adela

Teschler Chaves

Requestor's Name  
 9100 S. Dade Blvd.  
 Address  
 Miami, FL 33156 #1707  
 City State ZIP Phone  
 #670-0444


VALIDATION ONLY

FILED  
 97 AUG 20 PM 12:55  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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 \*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

JNS  
 Summers Holdings, Inc.

  
 Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified copy

K.R. AUG 20 1997

W97-18807

K.R. AUG 14 1997

CR2E031 (R8-85)

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 97 AUG 14 AM 11:07

# TESCHER CHAVES RUBIN FORMAN & MULLER, P.A.

Attorneys-at-Law

One Datan Center  
Penthouse I  
9100 South Dadeland Boulevard  
Miami, Florida 33156-7819

Telephone (305) 670-0444  
Watts (800) 782-6392  
Fax (305) 670-0734

Robert A. Chaves  
Peter J. Forman  
Charles E. Muller II  
Charles D. Rubin  
Donald R. Tescher

of counsel  
Dale A. Heckerling  
Deborah Plaks Hochman  
William C. Lewis, Jr., P.A.  
Gary D. Lipson

Boca Corporate Center  
Suite 216  
2101 Corporate Boulevard  
Boca Raton, Florida 33431-7343

Telephone (561) 998-7847  
Watts (800) 288-2925  
Fax (561) 998-2642

August 12, 1997

REPLY TO: Miami

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

Re: Articles of Incorporation of Summers Holdings, Inc.

Gentlemen:

Enclosed herewith is the original and one (1) copy of the Articles of Incorporation of Summers Holdings, Inc.

Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Designation	\$35.00

Please file the enclosed Articles of Incorporation and advise the undersigned as soon as this has been completed.

Thank you for your courtesies in this matter.

Very truly yours,

DONALD R. TESCHER

DRT/an  
encs.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 14, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: SUMMERS HOLDINS, INC.  
Ref. Number: W97000018807

We have received your document for SUMMERS HOLDINS, INC. and your check(s) totaling \$122.50. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 497A00041306

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97 AUG 20 AM 10:22

ARTICLES OF INCORPORATION  
OF  
JNS HOLDINGS, INC.

FILED  
97 AUG 20 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME.**

The name of this Corporation is:  
JNS HOLDINGS, INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS.**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of United States and of the State of Florida.

**ARTICLE III. CAPITAL STOCK.**

The capital stock of the Corporation shall be comprised of two classes, namely Class A Common Stock and Class B Common Stock. The rights, privileges, preferences, and other characteristics of each class shall be identical, except that the Class B Common Stock shall be nonvoting on all matters.

The corporation shall have authority to issue 1,000 shares of Class A Common Stock and 9,000 shares of Class B Common Stock, and the par value of each share of stock of both classes shall be One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**ARTICLE IV. TERM OF EXISTENCE.**

This Corporation shall have perpetual existence.

**ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS.**

The principal office and mailing address of the corporation is:

6260 S.W. 118 Terrace  
Miami, FL 33156

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

M & W AGENTS, INC.  
Penthouse I, Suite 1707  
9100 South Dadeland Boulevard  
Miami, Florida 33156

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

**ARTICLE VII. BOARD OF DIRECTORS.**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time

to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

**ARTICLE VIII. INITIAL DIRECTOR.**

The name of the initial Director of this Corporation and his street address is:

Jerome I. Summers, DDS  
6260 S.W. 118 Terrace  
Miami, FL 33156

The person named as initial Director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE IX. INCORPORATOR.**

The name and street address of the corporation signing these Articles of Incorporation as the Incorporator is:

M & W AGENTS, INC.  
Penthouse I, Suite 1707  
9100 South Dadeland Boulevard  
Miami, Florida 33156

**ARTICLE X. CONFLICT OF INTEREST.**

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the Officers or Directors of this Corporation are Officers or Directors of the said other corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other

individual or individuals contracting with this Corporation.

**ARTICLE XI. 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 Shareholders, and approved at a Shareholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 18 day of August, 1997.

M & W AGENTS, INC.

By: 

Donald R. Tescher, President

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

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Sections:

That JNS HOLDINGS, INC., desiring to organize under the laws of the State of Florida, has named M & W AGENTS, INC., located at Penthouse I, Suite 1707, 9100 South Dadeland Boulevard, City of Miami, County of Dade, 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 the place designated in this certificate, M & W AGENTS, INC. hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 18 day of August, 1997.

M & W AGENTS, INC.

By:   
Donald R. Tescher, President

on;summers\artsinc.2cl

FILED  
97 AUG 20 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA