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AUGUST 15, 1997

DIVISION OF CORPORATION  
FLORIDA DEPT. OF STATE  
409 E. GAINES STREET  
TALLAHASSEE, FLA. 32399

500002270145--7  
-08/18/97--01130-003  
\*\*\*\*122.50 \*\*\*\*122.50

RE: NEW CORPORATION  
J. R. I. TEST SERVICES, INC

DEAR SIRs:

PLEASE FIND ENCLOSED ARTICLES FOR INCORPORATION FOR THE ABOVE  
CORPORATION ALONG WITH THE REQUIRED FILING FEE OF \$122.50.

THANK YOU.

  
LONWORTH BUTLER, JR.

AUG 20

BSB

FILED  
97 SEP -8 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

358

W97-19255



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

August 20, 1997

LONWORTH BUTLER, JR., ESQ.  
3520 W. BROWARD BLVD.  
SUITE 219  
FORT LAUDERDALE, FL 33312

SUBJECT: J. R. I, TEST SERVICES, INC. D/B/A J. R. I. PROGRAMMING  
Ref. Number: W97000019255

We have received your document for J. R. I, TEST SERVICES, INC. D/B/A J. R. I. PROGRAMMING and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 797A00042098

97 SEP -8 AM 9:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
Name

ARTICLE II  
Term of Existence

**ARTICLE III**  
**Nature of Corporate Business**

1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida.

## ARTICLE IV

### Capital

The amount of capital with which the Corporation shall begin is One Thousand and 00/100 (\$1,000.00) Dollars.

ARTICLE IV - A  
Restriction On Transfer of Shares By Shareholders  
And Requirements To Exhibit Restriction On Face Of  
All Stock Certificate, Corporate Obligation To Purchase

Section 1) Upon the death or decision of a stockholder to withdraw from the corporation, or to transfer any of his or her interest in any share, shares or portion of a share of corporate issued stock, in the event the current owners of corporate stock do not exercise his or her/their preemptive rights to purchase the ratio of stock he or she is entitled to purchase pursuant to Articles IV -B, Section 3 of these Articles, then the Corporation shall purchase said stock from said stockholder and the shareholder withdrawing (or the estate in the event of his or her death) is obligated at said time to sell all of said stock to the Corporation and only to the Corporation. The worth and value of said stock shall be the book value (excluding all intangibles such as good will) according to the accountant's records of the quarter ending just prior to the date of notice of withdrawal or the date of death.

Section 2) The aforementioned restriction on the transfer of all shares or portions of shares of stock issued by the Corporation shall be conspicuously exhibited on the face of each and every stock certificate issued by the Corporation.

Section 3) It is true of the aforementioned provision and the aforementioned restriction that none of the shares of stock nor any portion or portions of the shares of the stock issued by

the Corporation shall ever be owned by any party or person other than the current subscribing incorporators and the shareholders of this Corporation.

ARTICLE V  
Registered Agent

The registered agent for the corporation shall be JULIAN INGRAHAM, who shall accept service of process at 235 S.W. 2 Court,  
Deerfield Beach, Florida 33441.

ARTICLE VI  
Corporate Office

The principal place of business of this Corporation shall be located at 235 S.W. 2 Court, Deerfield Beach, Florida 33441.

ARTICLE VII  
Number of Directors

The affairs of this Corporation shall be conducted by a Board of Directors who are the shareholders of the Corporation. The Board of Directors shall consist of one (1) members and shall never be more than five (5) members.

ARTICLE VIII  
Qualification of Members

The membership of this Corporation shall constitute all persons hereinafter named as subscribers and shareholders.

**ARTICLE IX  
Board of Directors**

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting are:

NAMES	ADDRESSES
JULIAN INGRAHAM	235 S.W. 2 Court Deerfield Beach, Florida 33441

**ARTICLE X  
Capital Stock**

1. The maximum number of shares that this Corporation is authorized to have outstanding at any one time is Ten (10) of One Hundred (100) par value each share, all of which shall be Ten (10) shares of preferred stock, all of which shall be the capital of the Corporation.

2. The stock of the Corporation shall be owned principally and at all times by the one (1) subscriber to these Articles of Incorporation.

3. The number of shares subscribed to be each incorporator is as follows:

NAMES	NO. SHARES	ADDRESS
JULIAN INGRAHAM	10	235 S.W. 2 Court Deerfield Beach, Florida 33441

**ARTICLE XI  
Subscribers**

The names and address of the subscribers to these Articles are:

NAMES	ADDRESSES
JULIAN INGRAHAM	235 S.W. 2 Court Deerfield Beach, Florida 33441

ARTICLE XII  
Officers

1. The officers of this Corporation shall be a President, Vice President, Secretary, and Treasurers.

2. The names and addresses of the persons who are to serve as officers of this Corporation until the first meeting of the stockholders are:

NAMES	OFFICE	ADDRESS
JULIAN INGRAHAM	President	235 S.W. 2 Court Deerfield Beach, Florida 33441
JULIAN INGRAHAM	Secretary	235 S.W. 2 Court Deerfield Beach, Florida 33441
JULIAN INGRAHAM	Treasurer	235 S.W. 2 Court Deerfield Beach, Florida 33441

3. The Officers shall be elected by the stockholders of this Corporation at each annual meeting and as provided by the By-Laws.

ARTICLE XIII  
By-Laws

1. The stockholders of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the stockholders may deem necessary from time to time.

2. Upon proper notice the By-Laws may be amended, altered, or rescinded by a majority vote of the stockholders at any regular meeting or any special meeting called and properly noticed for that purpose. The Corporate Articles may likewise be amended by a majority vote of the stockholders.

ARTICLE XIV  
Meetings & Conduct of Business

The regular meeting of this corporation shall be held on the 5th day of each month at 10:30 a.m. at the office of the Corporation or at whatever other place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

IN WITNESS WHEREOF, I/We, the undersigned subscribing incorporators have hereunto set my/our hand and seal, this 19th day of July, 1997, for the purpose of forming this Corporation for profit under the laws of the State of Florida.

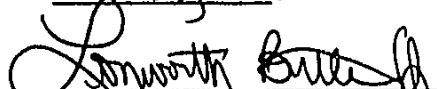
  
JULIAN INGRAHAM

STATE OF FLORIDA    )  
                          SS:  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public duly authorized to take acknowledgments in the State and County above-named, personally appeared JULIAN INGRAHAM, all well known to me to be the persons described as subscribers in, and who executed the foregoing ARTICLES OF INCORPORATION.

WITNESS MY HAND and official seal in the County and State above-named on this 19th day of July, 1997.

Identification Produced  
Personally Known NI

  
Notary Public



LONWORTH BUTLER, JR.  
MY COMMISSION # CC383148 EXPIRES  
July 8, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.



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

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In Pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

FIRST - That, J. R. I., TEST SERVICES, INC., ~~XXXXXXXXXX~~  
~~XXXXPROGRAMMINGX~~ desiring to organize under the laws of the State  
of Florida with its principal office as indicated in the Articles  
of Incorporation at the City of Deerfield Beach, Broward County,  
Florida has named JULIAN INGRAHAM, located at 235 S.W. 1st  
Deerfield Beach, Florida 33441 as its agent to accept service of  
process within this State.

ACKNOWLEDGMENT - Having been named to accept service of  
process for the above-stated corporation, at the place designated  
in this Certificate, I hereby accept to act in this capacity as  
registered agent and agree to comply with the provision of said  
Act relative to keeping open said office.

  
JULIAN INGRAHAM, Registered Agent

FILED  
SEP - 8 AM 9:11  
CLERK OF DISTRICT COURT  
JULIAN INGRAHAM