

P97000094444

HOLLY GAYLE GERSHON

ATTORNEY AT LAW

1489 W. PALMETTO PARK ROAD

SUITE 425

BOCA RATON, FLORIDA 33486

BROWARD (954) 429-3166
BOCA RATON (561) 394-8858
FACSIMILE: (561) 395-8747

October 18, 1997

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32314

Re: Jaynat, Inc.

700002326637--5
-10/22/97--01045--013
****157.50 ****157.50

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Jaynat, Inc. , together with a check in the amount of \$157.50 for the filing fees.

If you have any questions in this regard please do not hesitate to contact this office.

Very truly yours,

HOLLY GAYLE GERSHON

HGG/pa
Enclosure

~~W97-24127~~

Dmc
10-23-97

~~634~~

FILED
97 NOV -3 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 23, 1997

HOLLY GAYLE GERSHON
ATTORNEY AT LAW
1489 W PALMETTO PARK ROAD SUITE 425
BOCA RATON, FL 33486

SUBJECT: JAYNAT, INC.
Ref. Number: W97000024127

We have received your document for JAYNAT, INC. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 297A00051669

HOLLY GAYLE GERSHON

**ATTORNEY AT LAW
1489 W. PALMETTO PARK ROAD
SUITE 425
BOCA RATON, FLORIDA 33486**

**BROWARD (954) 429-3166
BOCA RATON (561) 394-8858
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October 27, 1997

Secretary of State
Division of Corporations
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Tallahassee, Florida 32314

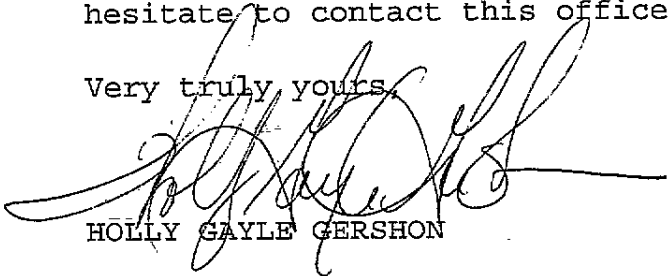
Re: JAYNAT, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Jaynat, Inc., along with your letter of October 23, 1997.

If you have any questions in this regard please do not hesitate to contact this office.

Very truly yours,



HOLLY GAYLE GERSHON

HGG/pa
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
JAYNAT, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person and competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is:

JAYNAT, INC.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in installation of underground utilities or any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - 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 (as nearly as may be done without issuance of fractional

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and address of the initial directors of this corporation:

ARTICLE VIII - INCORPORATOR

The names and address of the person(s) signing these Articles are:

HOLLY GAYLE GERSHON, ESQ.
1489 W. Palmetto Park Road
Suite 425
Boca Raton, Florida 33487

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following person(s) and in the amounts set opposite their names:

100 Shares to Matthew Jackson

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XI - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by

ARTICLE XIII - SHAREHOLDERS QUORUM AND VOTING

Fifty (50%) percent of the share entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE XIV - CORPORATION'S PRINCIPAL OFFICE

The Principal Office of the Corporation shall be 1825 South Ocean Drive #611 Hallandale Beach, Florida 33009

ARTICLE XV - INITIAL CAPITAL

The amount of initial capital with which this Corporation shall begin business is \$500.00.

The state capital of this Corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

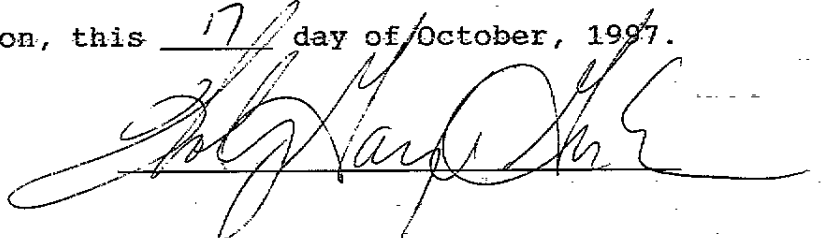
ARTICLE XVI - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XVII - AMENDMENT

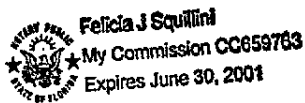
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 17 day of October, 1997.



to be the person(s) described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal this 17 day of October, 1997.



Felicia J Squitini
Notary Public, State of Florida

My Commission Expires: 6/30/01

FILED

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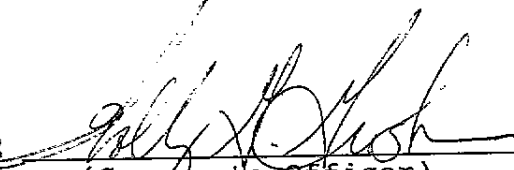
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OR PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED

FIRST THAT JAYNAT, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BOCA
RATON, STATE OF FLORIDA, HAS NAMED HOLLY GAYLE GERSHON, ESQUIRE,
LOCATED AT 1489 WEST PALMETTO PARK ROAD, CITY OF BOCA RATON, STATE
OF FLORIDA 33486 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE


(Corporate Officer)
INCORPORATOR

TITLE Incorporator

DATE 10-17-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
PERFORMANCE OF MY DUTIES.

SIGNATURE


(Resident Agent)

DATE

10-17-97

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HOLLY GAYLE GERSHON

ATTORNEY AT LAW

1489 W. PALMETTO PARK ROAD

SUITE 425

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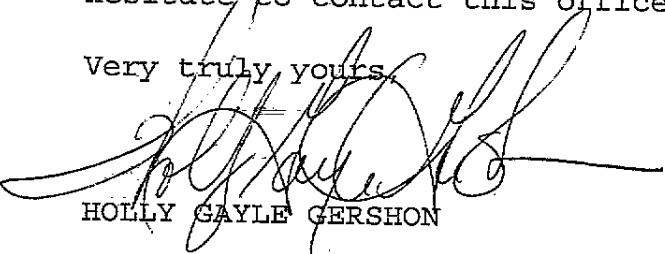
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ARTICLE V - PREEMPTIVE RIGHTS

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 (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is c/o Holly Gayle Gershon, Esq., 1489 W. Palmetto Park Road, Suite 425, Boca Raton, Florida 33486 and the name of the initial registered agent of this Corporation at that address is:

HOLLY GAYLE GERSHON, ESQUIRE

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ARTICLE XI - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors and/or 10% of the Stockholders.

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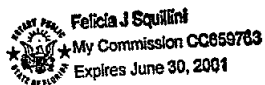
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 17 day of October, 1997.

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally came HOLLY GAYLE GERSHON to me known

to be the person(s) described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal this 17 day of October, 1997.



Felicia J. Squillini
Notary Public, State of Florida

My Commission Expires: 6/30/01

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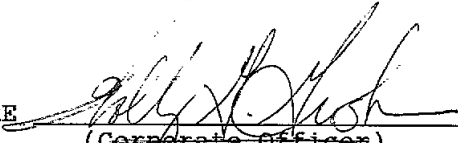
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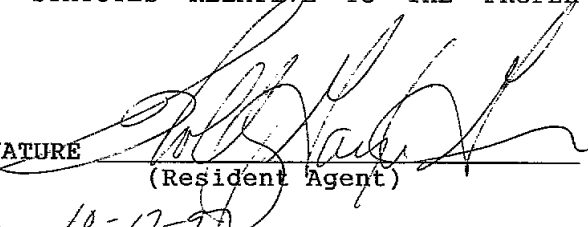

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SIGNATURE


(Resident Agent)

DATE 10-17-97