

797000094876

107-D Weybridge Circle
Royal Palm Beach, FL 33411

Ms. Kim Rolfe
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/13/97--01053--008
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Re: J.M.A. Industrial Corporation

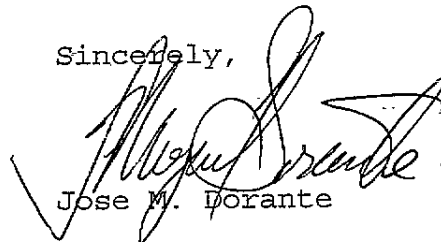
Dear Ms. Rolfe:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, pursuant to our telephone conversation of October 2, 1997.

I have enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to me in c/o 107-D Weybridge Circle, Royal Palm Beach, FL 33411.

Thank you for all your help!

Sincerely,


Jose M. Dorante

JMD/cd
Enclosures

FILED
97 NOV -5 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-23445
K. Rolfe OCT 14 1997

K. Rolfe NOV 5 1997

107-D Weybridge Circle
Royal Palm Beach, FL 33411

Ms. Kim Rolfe
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: J.M.A. Industrial Corporation
Ref. Number:W97000023445

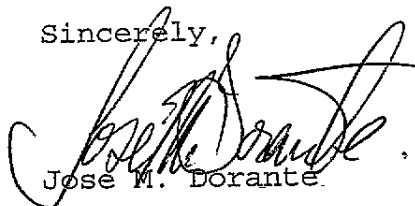
Dear Ms. Rolfe:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, pursuant to our telephone conversation of October 29, 1997.

I have enclosed a copy of your letter dated 10/14/97, and an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to me in c/o 107-D Weybridge Circle, Royal Palm Beach, FL 33411.

Thank you for all your help!

Sincerely,



Jose M. Dorante

JMD/cd -
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1997

JOSE M DORANTE
107-D WEYBRIDGE CIRCLE
ROYAL PALM BEACH, FL 33411

SUBJECT: J.M.A. INDUSTRIAL CORPORATION
Ref. Number: W97000023445

We have received your document for J.M.A. INDUSTRIAL CORPORATION and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The registered agent and street address must be consistent wherever it appears 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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 597A00050229

FILED

ARTICLES OF INCORPORATION
OF
J.M.A. INDUSTRIAL CORPORATION

97 NOV -5 PM 2:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be

J.M.A. INDUSTRIAL CORPORATION

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 107-D Weybridge Circle, Royal Palm Beach, Florida 33411, and the name of the initial Registered Agent for the corporation at that address is Jose M. Dorante.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code

and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Jose M. Dorante
Miguel A. Dorante

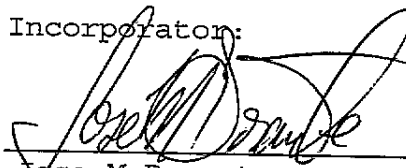
ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Jose M. Dorante
107-D Weybridge Circle
Royal Palm Beach, Florida 33411

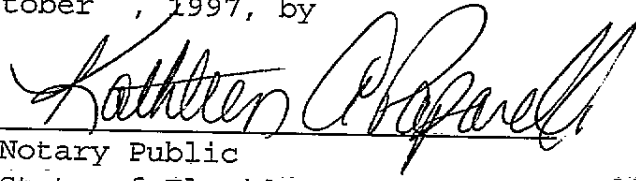
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29 day of October, 1997.

Incorporator:


Jose M Dorante

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was executed and acknowledged before me this 29 day of October, 1997, by Jose M. Dorante.


Notary Public
State of Florida
My Commission Expires:

(SEAL)



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

FILED

97 NOV -5 PM 2:00

The following is submitted in compliance with the ~~SECRETARY OF STATE~~
the State of Florida. J.M.A. Industrial Corporation, a ~~TALLAHASSEE, FLORIDA~~
corporation organizing under the laws of the State of Florida,
with its principal office located at 107-D Weybridge Circle, Royal
Palm Beach, Florida 33411, has named Jose M. Dorante, whose
address is 107-D Weybridge Circle, Royal Palm Beach, Florida
33411, as its Agent to accept service of process within this
State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process;
to keep the office open during prescribed hours; to post my name
(and any other officers of said corporation authorized to accept
service of process at the above designated address) in some
conspicuous place in the office as required by law.

Registered Agent:

Jose M. Dorante
Jose M. Dorante

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally
appeared Jose M. Dorante, who, after being duly sworn, deposes and
says that the facts and matters contained above are true and
correct, and that he has executed the same for the purposes
expressed herein.

WITNESS my hand and official seal this 29 day of
October, 1997.

(SEAL)

Kathleen A. Paparella
Notary Public
State of Florida

My Commission Expires:



KATHLEEN A. PAPARELLA
COMMISSION # CC 468627
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.