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ATTORNEY AND COUNSELOR AT LAW

ALSO ADMITTED TO  
PRACTICE IN  
THE STATE OF TEXAS

406 SOUTH PROSPECT AVENUE  
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November 4, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

800002340268--0  
-11/06/97--01069--016  
③ \*\*\*\*122.50 \*\*\*\*122.50

Re: JAU INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 made payable to "Department of State" to cover the filing fee as follows:

\$ 35.00 - Filing fee  
52.50 - Certified copy  
35.00 - Registered Agent Designation  
\$122.50

Please return a certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL:tlk  
Enclosures  
cc: Jean Urbano

FILED  
97 NOV -6 AM 11:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
JAU INTERNATIONAL, INC.

ARTICLE I - Name

The name of this corporation is JAU INTERNATIONAL,

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 9975 86th Way North, Seminole, Florida 33777 and the mailing address of this corporation is P.O. Box 7430, Seminole, FL 33775.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9975 86th Way North, Seminole, Florida 33777 and the name of the initial registered agent of this corporation at that address is Jean Urbano.

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 name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Jean Urbano	9975 86th Way North Seminole, Florida 33777

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Jean Urbano.

ARTICLE IX - Indemnification

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

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97 NOV -6 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE X - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of October, 1997.

Jean Urbano  
JEAN URBANO

STATE OF FLORIDA                     )  
COUNTY OF PINELLAS                )

The foregoing instrument was acknowledged before me this 31st day of October, 1997, by JEAN URBANO, who is personally known to me or who has produced a Florida Drivers License as identification.

Tammy L. Kniffin  
Tammy L. Kniffin  
Notary Public  
Serial # of Notary CC353191



TAMMY L. KNIFFIN  
MY COMMISSION # CC353191 EXPIRES  
March 6, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. Section 48.091, JAU INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, hereby designated JEAN URBANO, located at 9975 86th Way North, Seminole, FL 33777, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. Section 48.091(2) relative to maintaining an office for the service of process.

Jean Urbano  
JEAN URBANO

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97 NOV -6 AM 11:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE