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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY. STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: J.E.S.M., INC.

AUDIT NUMBER.....H97000019151

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....4

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ARTICLES OF INCORPORATION
OF
J.E.S.M., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: J.E.S.M., INC.

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

THIRD: The maximum number of shares which this corporation is authorized to have outstanding at any time shall be 100 shares, having a One (\$1.00) Dollar value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators, or by the directors at a meeting called for such purpose, or at the organization meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on much of the capital stock as the directors of the company may decide.

Prepared by: Corey E. Hoffman
Florida Bar No. 229776
3250 Mary Street, Ste. 400
Coconut Grove, FL 33133
(305)442-4333

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FOURTH: The amount of capital with which the corporation may begin business will not be less than One Hundred (\$100.00) Dollars.

FIFTH: The corporation is to have perpetual existence.

SIXTH: The principal place of business of this corporation shall be:

20315 W. Country Club Drive
Aventura, FL 33180

SEVENTH: The number of directors constituting the initial board of directors is One (1). The Director's name is ROGER MIMOUN.

EIGHTH: The name and post office address of the subscribers, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, is the following:

PRESIDENT, DIRECTOR
Roger Mimoun
20315 W. Country Club Drive
Aventura, FL 33180

VICE PRESIDENT
Eli Mimoun
20315 W. Country Club Drive
Aventura, FL 33180

SECRETARY/TREASURER
Paul Mimoun
20315 W. Country Club Drive
Aventura, FL 33180

NINTH: The name and post office address of the incorporator is:

Corey E. Hoffman
3250 Mary St. #400
Coconut Grove, FL 33133

TENTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

- a. To make and alter the by-laws at pleasure.
- b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation.

ELEVENTH: Cumulative voting may be permitted by the terms of

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the by-laws.

IN WITNESS HEREOF, the parties have hereunto set his hand and seal on this 17 day of November, 1997.

Corey E. Hoff (SEAL)
COREY E. HOFFMAN - INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared COREY E. HOFFMAN and acknowledged the foregoing instrument.

WITNESS my hand and official seal in the County and State last aforesaid this _____ day of November, 1997.

My Commission Expires:

NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

____ Personally known to me; or
____ Produced identification

____ Did take an oath
____ Did not take an oath

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

J.E.S.M., INC.

Pursuant to Chapter 607.0501 Florida statutes, the following is submitted, in compliance with said Act:

First-That J.E.S.M., INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation of Dade County, State of Florida has named COREY E. HOFFMAN, 3250 Mary St. #400, Coconut Grove, FL 33133, as its agent to accept service of process within the state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above sated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Corey E. Hoff
COREY E. HOFFMAN, REGISTERED AGENT