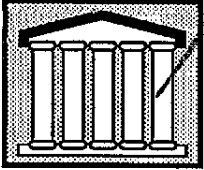


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Brandon Law Offices of
Jan Soeten, Jr., P.A.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 10:58

November 19, 1997

DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: **JON PORT & ASSOCIATES, INC.**

EFFECTIVE DATE
11-19-97

Dear Sir/Madam:

Enclosed herewith please find the following:

- (1) The original Articles of Incorporation for JON PORT & ASSOCIATES, INC., a for-profit corporation formed under the Florida Business Corporation Act.
- (2) A Certificate of Designation of Registered Agent signed by the registered agent.
- (3) A copy of the Articles of Incorporation for certification.
- (4) A check in the amount of \$122.50, representing (a) filing fee in the sum of \$35.00; (b) registered agent fee in the sum of \$35.00; and (c) certified copy fee in the sum of \$52.50.

I kindly request that you file these Articles, certifying them as the Articles of Incorporation, and return a certified copy to me at the address listed below. Thank you for your attention, and I remain

Sincerely yours,

JAN SOETEN, JR., ESQUIRE

JS:ds
Enclosures
cc: Jon Edwin Port

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ARTICLES OF INCORPORATION
OF

JON PORT & ASSOCIATES, INC.

EFFECTIVE DATE

11-19-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 10:58

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, which provides for the formation, rights, privileges, immunities, and liabilities of corporations for profit, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is JON PORT & ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business shall be \$100.00.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 108 Smokey Mountain Road, Seffner, Florida 33584. The name and address of the initial registered agent of this corporation are:

JON EDWIN PORT

108 Smokey Mountain Road
Seffner, Florida 33584

and the transaction of such other business as may come before the meeting.

ARTICLE XIII - 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 shareholder is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions, and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation on this 19th day of November, 1997.



JON EDWIN PORT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared JON EDWIN PORT, who is personally known to me or has produced _____ as identification, and who deposes and says that he is the individuals described in and who executed the foregoing Articles of Incorporation for the purpose therein expressed.

WITNESS my hand and official seal in the above named County and State this 19th day of November, 1997.



NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires: _____



DEBORAH SCARFONE
MY COMMISSION # CC438026 EXPIRES
February 22, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 10:58

Pursuant to the provisions of Section 617.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the corporation is JON PORT & ASSOCIATES, INC.
2. The name and address of the registered agent and office of the corporation are:

JON EDWIN PORT
108 Smokey Mountain Road
Seffner, Florida 33584

SIGNATURE:



JON EDWIN PORT

DATE: November 19, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:



JON EDWIN PORT

DATE: November 19, 1997