

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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97 DEC 31 AM 10:38

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J&J Limited, Inc.

Art of Inc. File 100002386771--5
-12/31/97-01011-017

LTD Partnership File ****122.50 ****122.50

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

Signature _____

Requested by: DR

Name

Date 12/31/97

Time 9:28

Walk-In _____

Will Pick Up _____

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ARTICLES OF INCORPORATION

OF

J & J LIMITED, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is: J & J LIMITED, INC.

ARTICLE II - DURATION

The duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 255 South Orange Avenue, Suite 1466, Orlando, Florida 32801, and the name of its initial Registered Agent at that address is A. J. Stanton, Jr.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial Principal Office of the corporation and its mailing address are:

J & J LIMITED, INC.
4720 Windsor Hill Drive
Windermere, Florida 34786

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors of the Corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the Shareholders, but shall never be less than one (1). The names and address of the initial directors of the Corporation are:

Jimmy E. Peters and Jenny O. Peters
4720 Windsor Hill Drive
Windermere, Florida 34786

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is as follows:

A. J. Stanton, III
255 South Orange Avenue
Suite 1466
Orlando, Florida 32801

ARTICLE IX - AMENDMENT

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

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of filing of these Articles of Incorporation.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including any former Officer(s) and Director(s), to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 30th day of December, 1997.


A. J. Stanton, III

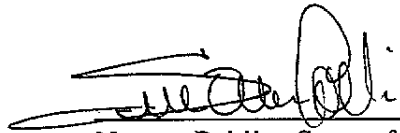
**STATE OF FLORIDA
COUNTY OF ORANGE**

Before me personally appeared, A. J. STANTON, III, who is personally known to me and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of December, 1997.



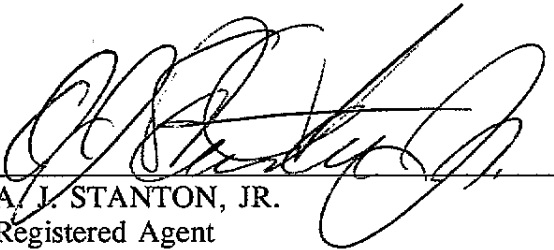
Sue Ellen Collins
My Commission CC631910
Expires March 20, 2001


Notary Public, State of Florida
My Commission Expires: March 20, 2001

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of J & J LIMITED, INC., which is contained in the foregoing Articles of Incorporation. The undersigned is a resident of Florida and is familiar with, and accepts, the obligations of this position.

DATED this 30th day of December, 1997.


A. J. STANTON, JR.
Registered Agent

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