LAW OFFICES

ALBERTO A. RODRIGUEZ, P.A.

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Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301 000002385920--0 -12/30/97--01051--012 ****122.50 ****122.50

Articles of Incorporation for Johnstone, Inc.

Gentlemen:

Enclosed herewith are two (2) executed Articles of Incorporation of Johnstone Inc. along with a check in the amount of \$122.50. Please return a certified copy to the undersigned.

If there are any questions, please contact the undersigned.

Very truly yours,

Alberto A. Rodr:

ARTICLES OF INCORPORATION

OF

JOHNSTONE, INC.

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

ARTICLE I

Name

The name of the corporation is **Johnstone**, **Inc.** and its address is 11315 S.W. 134th Avenue, Miami, Florida 33186.

ARTICLE II

<u>Duration</u>

The duration of the corporation shall be perpetual.

ARTICLE III

<u>Purposes</u>

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 100,000. Such shares shall be of a single class, and shall have .01 cent par value per share.

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ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is 1200 Brickell Avenue, Suite 1680, Miami, Florida 33131 and the name of its initial registered agent at such address is Alberto A. Rodriguez, Esq.

ARTICLE VI

<u>Directors</u>

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the persons who is to serve as the member of the initial board of directors is:

David Johnstone 11315 SW 134th Avenue Miami, Florida 33186

ARTICLE VII

Incorporator

The name and address of the Incorporator is:

Alberto A. Rodriguez 1200 Brickell Avenue Suite 1680 Miami, Florida 33131

ARTICLE VIII

<u>Indemnification</u>

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit of proceeding in which he may be involved, by reason of his being or having been an officer, director of shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the Find day of December,

1997.

Alberto A. Rodriguez,
Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this day of December, 1997, by Alberto A. Rodriguez, who is personally known to me or who has produced as identification.

My commission expires:

ISAMARY PERAL COMMISSION # CC 483187

EXPIRED MAY 14, 1999
BONDON THRU BONDONG CO., INC.

Acknowledgement of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in and foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office gpen

Alberto A. Rodrigue Registered Agent

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