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FLORIDA DIVISION OF CORPORATIONS

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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212) 431-5000

(212) 431-1441

FAX #:

NAME: J.X.G.H. EQUITY CORP.

AUDIT NUMBER.....H98000000094

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

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

January 5, 1998

BLUMBERG/EXCELSIOR CORPORATE SERVICES INC

SUBJECT: J.X.G.H. EQUITY CORP.  
REF: W98000000155

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 6 states there will be 1 director(s), whereas 2 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H98000000094  
Letter Number: 298A00000231

H98000000094

**ARTICLES OF INCORPORATION  
OF  
J.X.G.H. Equity Corp.**

**THE UNDERSIGNED** sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

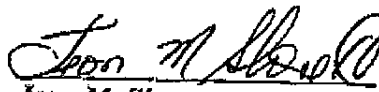
1. The name of the corporation is : *J.X.G.H. Equity Corp.*
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is *1000* shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be *c/o Rogers, Towers, Bailey, Jones & Gay, 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207* and the name of its initial registered agent at such address is: *C. William Reiney, Esq.*
6. The number of directors constituting the initial board of directors is *two* and the names and addresses of each person who is to serve as a member thereof are as follows:

<i>Isaiah Sheps, Esq.</i> <i>One Executive Boulevard, Suite 105A</i> <i>Suffern, New York 10901</i>	<i>Israel Rosenblum</i> <i>One Executive Boulevard, Suite 105A</i> <i>Suffern, New York 10901</i>
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7. The name and address of the sole incorporator is: *Jean M. Sherett*  
*c/o BlumbergExcelsior Corporate Services, Inc.*  
*62 White Street, New York, New York 10013*

**IN WITNESS WHEREOF**, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: *January 2nd, 1998.*

BlumbergExcelsior  
62 White Street  
NY, NY 10013  
212-431-5000

  
Jean M. Sherett

Sole Incorporator

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**ACCEPTANCE OF APPOINTMENT**

**AS**

**REGISTERED AGENT**

I, the undersigned, do hereby accept appointment as Registered Agent of J.X.G.H. Equity Corp., the within named corporation.

Dated: January 2, 1998.

By: C. William Rainey  
C. William Rainey, Esq.  
Its Agent

BlumbergExcelsior  
62 White St  
NY, NY 10013  
212-431-5000

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