

P98000002100

CRAIG B. WARD

PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

OF COUNSEL
CHARLES D. MINER
BOARD CERTIFIED IN TAXATION

SUITE 501
105 EAST ROBINSON STREET
ORLANDO, FLORIDA 32801

TELEPHONE (407) 839-0222
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EFFECTIVE DATE
1-1-98

December 29, 1997

VIA UPS OVERNIGHT MAIL

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

400002387194--6
-12/31/97--01051--002
*****70.00 *****70.00

Re: Incorporation of Jemas, Inc.

Ladies/Gentlemen:

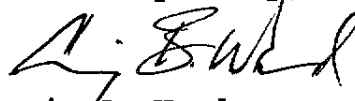
Enclosed for filing are Articles of Incorporation for Jemas, Inc., together with an additional copy of the Articles which I would appreciate your date stamping and returning to me. Please note that the effective date of incorporation is January 1, 1998, which is the date of subscription and acknowledgment of the Articles.

This firm's check in the amount of \$70.00 is enclosed to cover the following costs:

Filing fee	\$35.00
Registered Agent filing fee	<u>\$35.00</u>
Total:	\$70.00

Please contact me immediately if anything further is required to complete this filing.

Yours very truly,


Craig B. Ward

FILED
97 DEC 31 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CBW/tb
Enclosures
cc: Clayne Dice

W98-111

m 11/9/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1998

CRAIG B. WARD, P.A.
105 EAST ROBINSON STREET
SUITE 501
ORLANDO, FL 32801

SUBJECT: JEMAS, INCORPORATED
Ref. Number: W98000000111

We have received your document for JEMAS, INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 698A00000156

EFFECTIVE DATE
1-1-98

FILED

97 DEC 31 AM 7:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JEMAS, INCORPORATED

The undersigned hereby adopts the following Articles of
Incorporation for the purpose of forming a corporation for profit
under the laws of the State of Florida:

ARTICLE I
NAME

The name of the corporation shall be **JEMAS, INCORPORATED**.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the corporation shall be located
at 7220 S. Orange Blossom Trail, Orlando, Florida 32809.

ARTICLE III
COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The corporation shall commence its corporate existence
on January 1, 1998 and shall exist perpetually thereafter until
dissolved according to law.

ARTICLE IV
GENERAL PURPOSE

The purposes for which the corporation has been formed
are:

To engage in and transact any and all lawful business
permitted under the laws of the State of Florida and of the United
States.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that the corpora-
tion shall be authorized to issue is 7500 shares of common stock
having par value of One Dollar (\$1.00) per share. The
consideration to be paid for each share shall be fixed by the Board
of Directors. Common Stock of the corporation shall be issued as

"small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be located at 105 East Robinson Street, Suite 501, Orlando, Florida 32801, and the initial registered agent of the corporation at such address shall be Craig B. Ward, Esq.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and street address of the director who shall hold office for the first year of existence of the corporation or until his successors are elected or appointed and have qualified are :

<u>Name</u>	<u>Address</u>
Clayne W. Dice	159 Bismark Court Ocoee, Florida 34761

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
Clayne W. Dice	159 Bismark Court Ocoee, Florida 34761

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

IN WITNESS WHEREOF, the undersigned, as incorporator,
does hereby execute these Articles of Incorporation this 29th day
of December, 1997.

Clayne W. Dice [SEAL]
Clayne W. Dice, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged
before me this 29th day of December, 1997 by Clayne Dice, who is
personally known to me.

Charles D. Miner
Notary Public, State of Florida



CHARLES D MINER
My Commission CC412387
Expires Nov. 04, 1998
Bonded by NFNU
800-224-6368

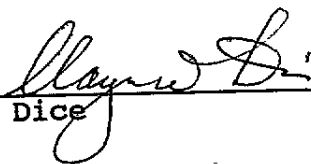
I, Craig B. Ward, Esq., do hereby agree to serve as the
corporation's registered agent pursuant to Article VI of the
foregoing Articles of Incorporation.

Craig B. Ward [SEAL]
Craig B. Ward

FILED
97 DEC 31 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT TO USE OF CORPORATE NAME

The undersigned, as former president and shareholder of JEMAS, INCORPORATED, a dissolved Florida corporation, hereby requests that the foregoing corporate name be assigned to a new corporation for which the undersigned is filing Articles of Incorporation herewith.



Clayne W. Dice