

P98000020646



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 727842 118517A

AUTHORIZATION :

Patricia Project

COST LIMIT : \$ 122.50

ORDER DATE : March 4, 1998

ORDER TIME : 10:14 AM

ORDER NO. : 727842-005

CUSTOMER NO: 118517A

CUSTOMER: Robert W. Bivins, Esq
FULLER HOLSONBACK & BIVINS
ATTORNEYS & COUNSELORS AT LAW
Suite 2650
100 N. Tampa Street
Tampa, FL 33602

FILED
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DIVISION OF CORPORATIONS
98 MAR -4 PM 1:11

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DOMESTIC FILING

NAME: J. BLVD, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION
OF
J. BLVD, INC

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The undersigned, acting as the incorporator of J. BLVD, INC under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: J. BLVD, INC

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office and mailing address of the corporation is 1723 Shady Leaf Drive, Valrico, Florida 33594.

ARTICLE III. INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Norvel M. Van Dyke	1723 Shady Leaf Drive Valrico, FL 33594
Jann C. Van Dyke	1723 Shady Leaf Drive Valrico, FL 33594
Jeremy T. Van Dyke	1723 Shady Leaf Drive Valrico, FL 33594
Bethany L. Van Dyke	1723 Shady Leaf Drive Valrico, FL 33594

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$0.01 per share.

ARTICLE V. PREEMPTIVE RIGHTS

The corporation shall provide 30 calendar days' advance written notice to each holder of common stock before the issuance of any of the following (the "New Securities"), whether or not currently authorized:

- a. any shares of voting or nonvoting capital stock;
- b. any rights, options, or warrants to acquire capital stock; and
- c. any notes, debentures, or other debt securities that are convertible into equity securities.

That notice will be effective when received, if it is delivered personally or by telex, telecopy, telegram, or commercial courier, or on the third day after it is postmarked by the United States Postal Service, if it is delivered by first class, postage prepaid United States mail. A holder of common stock waives his right to purchase any New Securities proposed to be issued by the corporation unless he exercises that right and pays for the New Securities within 30 calendar days after the effective date of the corporation's written notice of the proposed issuance. Each holder of common stock shall have the first preemptive right (subject to adjustments to avoid the issuance of fractional shares) to purchase any New Securities for the consideration set by the corporation's board of directors and in the ratio that the respective amounts of New Securities, on a fully diluted basis, held by them on the effective date of the corporation's notice of issuance of such New Securities bears to the total number of shares of common stock outstanding, on a fully diluted basis. Each holder of common stock has the right of over allotment, so that, if a holder does not purchase his pro rata interest in the New Securities, the other purchasing holders may purchase their respective pro rata interests in that portion of the New Securities that were not purchased. A holder of securities other than common stock does not have, solely because of any statute or his ownership of other securities of the corporation, a right to purchase any New Securities proposed to be issued by the corporation. The foregoing preemptive rights apply to all issuances of New Securities, including without limitation, the following:

- a. securities issued as compensation to agents, officers, directors, and employees of the corporation or its affiliates or subsidiaries;
- b. securities issued to satisfy conversion or option rights created to provide compensation to agents, officers, directors, or employees of the corporation or its affiliates or subsidiaries;
- c. shares authorized in these articles of incorporation that are issued within six months from the effective date of incorporation; and
- d. securities sold for other than cash consideration.

Notwithstanding the foregoing, a public offering of the common stock is excluded from the foregoing preemptive right of first refusal. The corporation may issue New Securities that are not acquired by holders of common stock to any person during a period of 90 calendar days after such New Securities have been offered to the holders of common stock at a consideration set by the board of directors that is equal to or exceeds the consideration set

for the exercise of the foregoing preemptive rights. Any offer received by the corporation at a lower consideration or after the expiration of the 90-day period referenced above shall again be subjected to the preemptive rights described in this article.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1723 Shady Leaf Drive, Valrico, FL 33594, and the name of the corporation's initial registered agent at that address is Norvel M. Van Dyke.

ARTICLE VII. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at the time and on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator are:

Norvel M. Van Dyke
1723 Shady Leaf Drive
Valrico, Florida 33594

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: *March*
~~January~~ 2, 1998.

Norvel M Van Dyke

Norvel M. Van Dyke, as incorporator

J. BLVD, INC

ACCEPTANCE OF REGISTERED AGENT

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Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That J. Blvd, Inc, desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 1723 Shady Leaf Drive, Valrico, Florida 33594, has named Norvel M. Van Dyke, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for J. Blvd, Inc, at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

DATE: March 2, 1998.



Norvel M. Van Dyke