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TRANSMITTAL LETTER

March 25, 1998

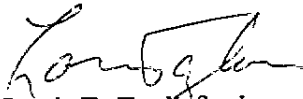
Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-03/25/98--01047--005
*****78.75 *****78.75

Subject: JBT Properties Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for filing fee and certificate of status.

Sincerely,



Louis E. Tagliaferri
2320 S. Third St.
Suite #5
Jacksonville Beach, FL 32250

904-241-1721

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
JBT Properties Inc.

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TALLAHASSEE, FLORIDA

First. The name of this Corporation, which shall begin its corporate existence on March 25, 1998, is **JBT Properties Inc.**

Second. Its office in the State of Florida is at 2320 S. Third Street, Suite 5, Jacksonville Beach, FL 32250. The Registered Agent in charge thereof is Louis E. Tagliaferri.

Third. The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

“The purpose of this Corporation is to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act of Florida.”

Fourth. The amount of the total authorized capital stock of this Corporation is One Hundred Thousand (100,000) shares no par common stock.

Fifth. The names and mailing addresses of each of the incorporators/directors are as follows:

1. Judith B. Tagliaferri 4304 Blue Heron Dr., Ponte Vedra, FL 32082
2. Louis E. Tagliaferri 4304 Blue Heron Dr., Ponte Vedra, FL 32082
3. David L. Tagliaferri 7025 Assissi Lane, Atlantic Beach, FL 32223

Sixth. The Directors shall have the power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount upon the property and franchise of this Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this Corporation.

The By-Laws shall determine whether and to what extent the accounts and books of this Corporation or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right of inspecting any account or book, or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

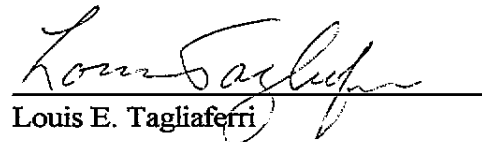
The stockholders and Directors shall have power to hold their meetings and keep the books, documents and papers of this Corporation outside the State of Florida, at such places as may be from time to time designated, or as otherwise may be required by the laws of the State of Florida.

It is the intention that the objects, purposes and powers specified in the third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in these Articles of Incorporation, but that the objects, purposes and powers specified in the third paragraph and in each of the clauses or paragraphs of this Charter shall be regarded as independent objects, purposes and powers.

WE, THE UNDERSIGNED, for the purposes of forming a Corporation under the laws of the State of Florida, do make, file and record these articles, and do certify that the facts herein stated are true, and we have accordingly hereunto set our respective hands and seals.

Dated at Jacksonville Beach, Florida on March 24, 1998.


Judith B. Tagliaferri


Louis E. Tagliaferri


David L. Tagliaferri

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the Corporation is **JBT Properties Inc.**
2. The name and address of the registered agent and office is:

Louis E. Tagliaferri
2320 S. Third St.
Suite # 5
Jacksonville Beach, FL 32250

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Louis E. Tagliaferri

Date: March 24, 1998

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SECTION 607.0501, FLORIDA
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