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APRIL 1, 1998

DEPARTMENT OF CORPORATIONS
GEORGE FIRESTONE BLDG.
409 EAST GAINES STREET
TALLAHASSEE, FL. 32958

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-04/08/98--01100--004
*****70.00 *****70.00

J-MOR CORP.
382 BISCAYNE LANE
SEBASTIAN, FL. 32958
561-589-3519

RE: FILING

EFFECTIVE DATE
04-04-98

DEAR SIR/MADAME

ENCLOSED PLEASE FIND THE ARTICLES FOR THE ABOVE CAPTIONED CORPORATION.
PLEASE PROCESS THE ENCLOSED AND RETURN TO ME.

THANK YOU,



JIM MORRIS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -8 AM 10:06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR -8 AM 10:06

ARTICLES OF INCORPORATION
OF
J-MOR CORP.

THE UNDERSIGNED SUBSCRIBER, FOR THE PURPOSES OF FORMING A CORPORATION FOR PROFIT UNDER CHAPTER 607 OF THE LAWS OF THE STATE OF FLORIDA, HEREBY SUBSCRIBES TO, ACKNOWLEDGES AND FILES THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I
NAME

THE NAME OF THE PROPOSED CORPORATION SHALL BE:
J-MOR CORP.

ARTICLE II
DURATION

EFFECTIVE DATE
04-04-98

THIS CORPORATION SHALL COMMENCE EXISTENCE ON THE DATE OF THE EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES IF PERMITTED BY LAW; IF NOT, THEN ON THE DATE OF FILING. THIS CORPORATION SHALL EXIST PERPETUALLY THEREAFTER, UNLESS SOONER DISSOLVED ACCORDING TO LAW.

ARTICLE III
PURPOSE

THIS CORPORATION IS FORMED FOR THE FOLLOWING PURPOSES AND SHALL HAVE THE FOLLOWING POWERS:

1. TO ACQUIRE, RETAIN, INVEST, EXCHANGE, PURCHASE, SELL, LEASE (AS EITHER LESSEE OR LESSOR), BORROW, MORTGAGE, PLEDGE, TRANSFER, CONVEY, DEVELOP, MANAGE, OR OTHERWISE DEAL IN REAL OR PERSONAL PROPERTY WITHIN OR WITHOUT THE STATE OF FLORIDA, AND TO CONDUCT, CARRY ON, ENGAGE IN, WITHIN OR WITHOUT THE UNITED STATES OF AMERICA, ANY BUSINESSES INCIDENTAL THERETO AND SHALL HAVE SUCH POWERS AS TRUSTEE, PROMOTER, INCORPORATOR, AGENT, SHAREHOLDER, PARTNER, MEMBER, ASSOCIATE, MANAGER, AND/OR LICENSEE, OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, AND/OR OTHER ENTERPRISE.

2. TO DO EVERYTHING NECESSARY, PROPER, OR CONVENIENT FOR THE ACCOMPLISHMENT OF THE PURPOSES SET FORTH HEREIN, AND TO DO EVERY OTHER ACT INCIDENTAL THERETO WHICH IS NOT FORBIDDEN UNDER THE LAWS OF THE UNITED STATES OF AMERICA, THE STATE OF FLORIDA, OR BY THE PROVISIONS OF THESE ARTICLES OF INCORPORATION.

ARTICLE IV
CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000) SHARES OF ONE AND NO/100 DOLLARS (\$1.00) PAR VALUE CAPITAL STOCK, WHICH SHALL BE DESIGNATED AS "COMMON SHARES". THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE IN THE HOLDERS OF OUTSTANDING COMMON SHARES.

ALL THE SHARES OF SUCH COMMON STOCK SHALL BE PAID FOR IN CASH, OR PROPERTY, REAL OR PERSONAL, TANGIBLE, INTANGIBLE, OR THE LEASE THEREOF, OR IN LABOR OR SERVICES IN LIEU OF CASH OR PROPERTY, AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION UNLESS OTHERWISE FORBIDDEN BY THE LAWS OF THE STATE OF FLORIDA. THE PAYMENT THEREOF DOES NOT HAVE TO BE AT THE TIME OF ISSUANCE, PROVIDED SUCH SHARES ARE SUBJECT TO CALLS THEREON BY THE CORPORATION UNTIL SUCH TIME AS THE WHOLE CONSIDERATION THEREFORE SHALL HAVE BEEN PAID.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 382 BISCAYNE LANE, SEBASTIAN, FL. 32958

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS: JAMES MORRIS

ARTICLE VI
INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE AT LEAST ONE DIRECTOR. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY AMMENDMENT TO THE BYLAWS ADOPTED BY THE STOCKHOLDERS. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION, WHO, UNLESS OTHERWISE PROVIDED BY THE ARTICLES OF INCORPORATION OR BYLAWS, SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND ARE QUALIFIED ARE:

JAMES MORRIS, 382 BISCAYNE LANE, SEBASTIAN, FL 32958
AT ANY TIME AFTER INCORPORATION, THE STOCKHOLDERS MAY, BY A MAJORITY VOTE, DETERMINE THAT THE CORPORATION BE MANAGED BY THE STOCKHOLDERS.

ARTICLE VII
SUBSCRIBERS

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE
ARTICLES OF INCORPORATION AS SUBSCRIBER IS:

JAMES MORRIS, 382 BISCAYNE LANE, SEBASTIAN, FL 32958

ARTICLE VIII
BYLAWS

IN FURTHERANCE AND NOT IN LIMITATION OF THE POWERS
CONFERRED BY THE LAWS OF THE STATE OF FLORIDA AND THE UNITED
STATES OF AMERICA, THE BOARD OF DIRECTORS IS EXPRESSLY
AUTHORIZED TO FRAME AND ADOPT ANY SUCH BYLAWS FOR THE
CORPORATION AS ARE NOT INCONSISTENT WITH THE LAWS OF THE
STATE OF FLORIDA OR THE UNITED STATES OF AMERICA OR THESE
ARTICLES OF INCORPORATION. WITH THE EXCEPTION OF FIXING THE
NUMBER OF DIRECTORS OF THE CORPORATION, THE BOARD OF
DIRECTORS IS EXPRESSLY AUTHORIZED, WITHOUT THE ASSENT OF THE
STOCKHOLDERS, TO ADD TO, DELETE FROM, OR OTHERWISE AMEND THE
BYLAWS OF THE CORPORATION.

ARTICLE IX
INDEMNIFICATION AND LIMITATION OF LIABILITY

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR
DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR OF THE
CORPORATION, TO THE FULL EXTENT PERMITTED BY LAW. THE
PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT, UNLESS
OTHERWISE PROVIDED BY LAW, BE SUBJECT TO THE PAYMENT OF THE
CORPORATE DEBTS TO ANY EXTENT WHATSOEVER. THE CORPORATION
SHALL HAVE A FIRST LIEN ON THE SHARES OF ITS STOCKHOLDERS AND
UPON DIVIDENDS DUE THEM FOR ANY INDEBTEDNESS OF SUCH
STOCKHOLDERS TO THE CORPORATION.

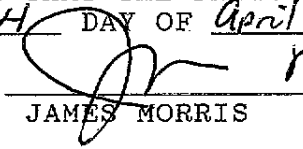
ARTICLE X
WORKING CAPITAL

THE BOARD OF DIRECTORS SHALL HAVE THE AUTHORITY TO FIX
ANY AMOUNT WHICH IN ITS DISCRETION NEED BE RESERVED AS
WORKING CAPITAL OF THE CORPORATION.

ARTICLE XI
AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ADD TO, OR REPEAL A PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION IN THE MANNER CONSISTENT WITH THE LAW AND IN CONFORMITY WITH THE PROVISIONS SET FORTH IN THE BYLAWS.

IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER TO THE CAPITAL STOCK HEREINBEFORE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION FOR PROFIT TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, UNDER THE LAWS OF THE STATE OF FLORIDA, MAKES AND FILES THESE ARTICLES OF INCORPORATION, HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE THIS 4 DAY OF April, 1995.

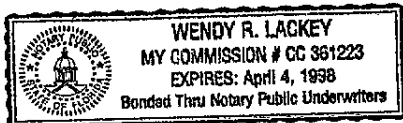


JAMES MORRIS

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, THE UNDERSIGNED AUTHORITY, JAMES MORRIS PERSONALLY APPEARED TO ME WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL AT 816 US Hwy 1 Sebastian Fl, FLORIDA, THIS 4 DAY OF April, 1995.





NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



JAMES MORRIS

ADDENDUM:

THE FOLLOWING SHALL SERVE AS AN ADDENDUM TO BE INCLUDED IN THE ARTICLES OF INCORPORATION OF J-MOR CORP.

CORPORATIONS PRINCIPLE OFFICE

THE CORPORATION'S PRINCIPLE OFFICE IS LOCATED AT 382 BISCAYNE LANE, SEBASTIAN, FL. 32958. THE PRINCIPLE ADDRESS AND THE REGISTERED AGENTS ARE ONE AND THE SAME. THE PRINCIPLE OFFICE ADDRESS MAY BE CHANGED AT ANY TIME DEEMED NECESSARY.

CORPORATION'S MAILING ADDRESS

THE MAILING ADDRESS OF THE CORPORATION IS 382 BISCAYNE LANE, SEBASTIAN, FL. 32958.



JAMES MORRIS
(INITIAL DIRECTOR)

98 APR -8 AM 10:06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS