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April 14, 1998

VIA FEDERAL EXPRESS

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

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Re: Articles of Incorporation of J & S Technologies, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation, Registered Agent Certificate and a check in the amount of \$122.50 to cover the cost for filing fees and a certified copy of the Articles. Also enclosed is a copy of the Articles of Incorporation to be used for the certified copy to be returned to me.

Should you have any questions, please do not hesitate to call.

Sincerely,



David Cohen

DC:k

FILED
98 APR 15 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Q4-10-98

ARTICLES OF INCORPORATION
OF
J & S TECHNOLOGIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
Name and Duration

The name of the Corporation shall be J & S Technologies, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II
Principal Office

The address of the initial principal office of the Corporation in the State of Florida is 3181 Old Port Circle East, Jacksonville, Florida 32216.

ARTICLE III
Registered Office and Agent

The address of the initial registered office in the State of Florida is c/o Gerald J. Koslowski, 3181 Old Port Circle East, 32216, in the City of Jacksonville, County of Duval. The name of the initial registered agent at such address is Gerald J. Koslowski.

ARTICLE IV
Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V
Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE VI
Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
David Cohen	Laquidara, Edwards, Cohen & Jacobs, P.A. 200 North Laura, 12th Floor Jacksonville, FL 32202

ARTICLE VII
Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than the lesser of (i) the number of shareholders, or (ii) three. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Address</u>
Gerald J. Koslowski	3181 Old Port Circle East Jacksonville, Florida 32216
Scott A. Koslowski	6626 Nathan Drive North Jacksonville, Florida 32216
Diane M. Koslowski	3181 Old Port Circle East Jacksonville, Florida 32216
Kaylynn Yost	213 Nottingham Drive West Jacksonville, FL 32259

ARTICLE VIII
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX
Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X
Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE XI
Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned incorporator has executed these Articles of Incorporation this 14th day of April, 1998.



REGISTERED AGENT CERTIFICATE

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is J & S Technologies, Inc.
2. The name and address of the registered agent and office is:

Gerald J. Koslowski
3181 Old Port Circle East
Jacksonville, Florida 32202

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.

Gerald J. Koslowski
DATED: 4/14/98

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98 APR 15 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA