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April 17, 1998

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Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation - J J & D OF CITRUS
COUNTY, INC.

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Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for J J & D OF
OF CITRUS COUNTY, INC., for filing with your office. Also enclosed is a check
for \$122.00 for processing.

Thank you for your assistance in this matter.

Very truly yours,

SLAYMAKER AND NELSON, P.A.

John A. Nelson
John A. Nelson, Esquire *ke*

JAN/kmr

Enclosures

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ARTICLES OF INCORPORATION

OF

J J & D OF CITRUS COUNTY, INC.

The undersigned, acting as the incorporator of J J & D OF CITRUS COUNTY, INC. and the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME OF CORPORATION

The name of the Corporation is J J & D OF CITRUS COUNTY, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each having a 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 and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the Board of Directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. PREEMPTIVE RIGHTS

Each holder of common stock of this corporation shall have the first right (subject to adjustment to avoid the issue of fractional shares) to purchase shares of common stock of this corporation that from time to time may be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares of common stock held at the time of the issue bears to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the corporation inviting him to exercise the right. A holder of common stock shall not have, solely because of his holdings of common stock, a right to purchase shares of preferred stock that may be issued. A holder of preferred stock shall not have, solely because of his holdings of preferred stock, a right to purchase

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shares of any class that may be issued by the corporation.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6027 S. Suncoast Boulevard, Homosassa, Florida 34446 and the name of the corporation's initial registered agent at that address is John A. Nelson, Esq.

The street address of the principal office of the corporation is

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but never shall be less than one. The name and address of the initial director is:

<u>Name</u>	<u>Address</u>
Jack Dickerson	1 Cypress Run # 15C Homosassa, Florida 34446

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is as follows:

John A. Nelson
6027 S. Suncoast Boulevard
Homosassa, Florida 34446

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the Board of Directors any rights he may have as an incorporator to acquire any of the capital stock of this corporation, assignment becoming effective on the date corporate existence begins.

The corporation's principal office is 1 Cypress Run #15C, Homosassa, Florida 34446.

ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and also in the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

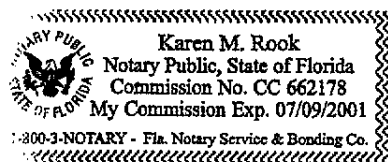
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Homosassa, Florida, this 17 day of April, 1998.

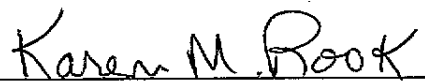

JOHN A. NELSON

STATE OF FLORIDA
COUNTY OF CITRUS

Before me, the undersigned authority, personally appeared JOHN A. NELSON, who is to me well known to be the person described and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Homosassa in said County and State this 17th day of April, 1998





Notary Public, State of Florida
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

J J & D OF CITRUS COUNTY, INC.

Pursuant to Section 607.0501, Florida Statutes, the above, desiring to organize under the laws of the State of Florida, has named JOHN A. NELSON located at 6027 S. Suncoast Boulevard, Homosassa, Florida 34446, as its agent to accept service of process within this state.

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept appointment in such capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office. I further certify that I am familiar with, and accept, the obligations provided for in Section 607.0505, Florida Statutes.



JOHN A. NELSON

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