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ACCOUNT NO. : 072100000032

REFERENCE : 820449 8997A

AUTHORIZATION : Patricia Poynt

COST LIMIT : \$ 122.50

ORDER DATE : May 15, 1998

ORDER TIME : 11:09 AM

ORDER NO. : 820449-005

700002525567--3

CUSTOMER NO: 8997A

CUSTOMER: J. Jeffrey Thistle, Esq
DEVITT THISTLE & DEVITT

30 S. E. 4th Avenue

Delray Beach, FL 33483

DOMESTIC FILING

NAME: JIM GALUP ENTERPRISES, 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: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:55
98 MAY 15 PM 2:02
RECEIVED
INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:55

ARTICLES OF INCORPORATION
OF
JIM GALUP ENTERPRISES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be as follows:

JIM GALUP ENTERPRISES, INC.

The address of the principal office of this corporation shall be:

2560 Whispering Oaks Lane, Delray Beach, Florida 33445

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

2560 Whispering Oaks Lane, Delray Beach, Florida 33445

The name of the initial registered agent at such address is as follows:

Dianne M. Galup

ARTICLE VII

MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

NAME

ADDRESS

J. Jeffrey Thistle

30 S. E. 4th Avenue, Delray Beach, Florida 33483

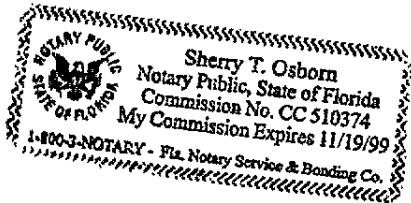
IN WITNESS WHEREOF I have subscribed my name this 14th day of May, 1998.

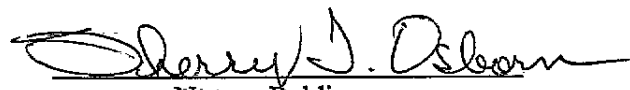

J. Jeffrey Thistle

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared J. Jeffrey Thistle, to me personally known and known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 14 day of May, 1998.




Notary Public
My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:56

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

DIANNE M. GALUP, an individual residing
in this state, having a business office identical with the
registered office of the corporation named below, and having been
designated as the Registered Agent in the above and foregoing
Articles of Incorporation of

JIM GALUP ENTERPRISES, INC.

is familiar with and accepts the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.

By: *Dianne M. Galup*

Typed Name: DIANNE M. GALUP