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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: J D ENTERPRISES GROUP, INC.

AUDIT NUMBER.....H98000009769

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF

J D ENTERPRISES GROUP, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

J D ENTERPRISES GROUP, INC.

The principal place of business of this corporation shall be:

3600 W. Commercial Blvd., Ste.206, Ft. Lauderdale, Fl. 33309

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time
1000 shares at \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DAVID A. WILLIAMS/VICE PRES./TREAS. 3600 W. Commercial Blvd., Ste.206
Ft. lauderdale, Fl. 33309

JOSEPH D. WHITEHEAD/ PRES. 3600 W. Commercial Blvd., Suite 206
Ft. Lauderdale Fl. 33309

Prepared By: Michael I. Santucci, Esq.
5201 Nw 74 Ave.
Miami, Fl. 33166
(800) 714-6191
FL.BAR# 0105260

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TALLAHASSEE, FLORIDA

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

DAVID A. WILLIAMS 3600 W. Commercial Blvd., Suite 206
Ft. Lauderdale, Fl. 33309

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have)
executed these Articles of Incorporation this 26th
day of May, 1998.

Signature(s) of Incorporator(s)

David A. Williams

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

J D ENTERPRISES GROUP, INC.

2. The name and address of the registered agent and office is:

DAVID A. WILLIAMS 3600 W. Commercial Blvd., Suite 206

(P.O. BOX NOT ACCEPTABLE)

Ft. Lauderdale, Florida 33309

(CITY/STATE/ZIP)

SIGNATURE

David A. Williams

TITLE VICE PRESIDENT

DATE

May 26, 1998

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

David A. Williams

DATE

May 26, 1998