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JAMES F. SCHWEIKERT
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May 29, 1998

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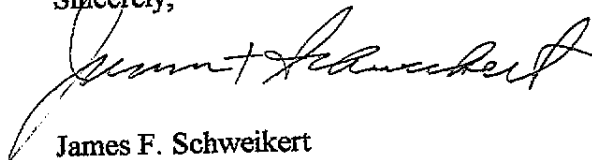
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: J2H, Inc.

Gentlemen:

Please find enclosed an original and one copy of a proposed Charter for the above-referenced corporation, together with a check for the filing fees and a certified copy. If everything is in order, please file this corporation and send the certified copy of same to the client whose address appears below. Thank you for your assistance

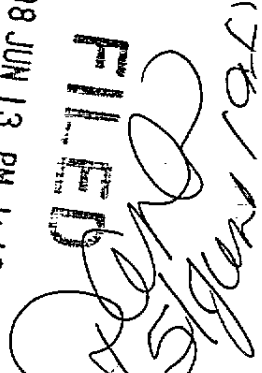
Sincerely,


James F. Schweikert

Please return copy to: Joseph R. Hanson, Jr.
1454 Southbay Drive
Osprey, FL 34229

98 JUN 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



ARTICLES OF INCORPORATION
OF
J2H, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME

The name of this corporation shall be: J2H, Inc.

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of this corporation is:

1454 Southbay Drive
Osprey, Florida 34229

The name of the initial registered agent of this corporation at that address is: JOSEPH R. HANSON, JR.

ARTICLE VI

DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

JOSEPH R. HANSON, JR.
1454 Southbay Drive
Osprey, Florida 34229

JO S. HANSON
1454 Southbay Drive
Osprey, Florida 34229

ARTICLE VII

INCORPORATOR

The name and address of the person signing these articles is:

Joseph R. Hanson, Jr.
1454 Southbay Drive
Osprey, Florida 34229

ARTICLE VIII

CUMULATIVE VOTING

At each election for the directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE IX

PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 23rd day of May, 1998.

Joseph R. Hanson, Jr.
JOSEPH R. HANSON, JR.

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned officer, personally appeared JOSEPH R. HANSON, JR., being personally known to me, who being first duly sworn acknowledged to me that he is the person described in and who executed the foregoing Articles of Incorporation and that he executed the same for the purposes therein expressed.

WITNESS my hand and seal, this 23rd day of May, 1998.

James F. Schweikert
Notary Public

(NOTARY SEAL)

STATE OF FLORIDA AT LARGE
My commission Expires:



James F. Schweikert
MY COMMISSION # CC709344 EXPIRES
March 19, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept services of process for the above-stated corporation, Joseph R. Hanson, Jr., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED, this 23rd day of May, 1998

Joseph R. Hanson, Jr.
JOSEPH R. HANSON, JR.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA