

R. Cash Barlow
Attorney at Law

P98000068255

P.O. Box 492
Jacksonville, FL 32201
904-634-1113

EFFECTIVE DATE
8-1-98

July 14, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Bill & J.C., Inc.

To Whom It May Concern:

Enclosed please find check number 1154 in the amount of
\$122.50 to cover the following:

\$35.00 filing fee for articles of incorporation
\$35.00 designation and acceptance of register agent fee
\$52.50 certified copy of these documents fee

If there are any additional requirements, please contact our
office. I remain

Very truly yours,

R. Cash Barlow

R. Cash Barlow
for the incorporator

RCB/rcb

FILED
98 AUG -5 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-07/16/98-01070-012
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11-95-16404
11-1-2-5
10-17202

REGISTER AUG 5 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 29, 1998

R CASH BARLOW ESQUIRE
P O BOX 492
JACKSONVILLE, FL 32201

SUBJECT: BILL & J.C., INC.
Ref. Number: W98000017202

We have received your document for BILL & J.C., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 398A00039822

BETH REGISTER

EFFECTIVE DATE
8-1-98

ARTICLES OF INCORPORATION
OF
Bill & J.C., Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Bill & J.C., Inc.

ARTICLE II

The existence of the corporation shall begin on August 1, 1998.

ARTICLE III

The address of the principal office of the Corporation is 109 N. Liberty Street, Jacksonville, FL 32202.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 109 N. Liberty Street, Jacksonville, Florida 32202. The initial registered agent for the Corporation at that address is William Dye. The board of directors from time to time may move the registered office to any other address within the State of Florida.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors are:

Name	Address
William Dye	109 N. Liberty Street Jacksonville, FL 32202

The person named as director shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

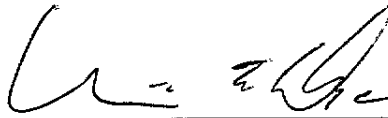
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TALLAHASSEE, FL
SECRETARY OF STATE

The Board of Directors is hereby authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

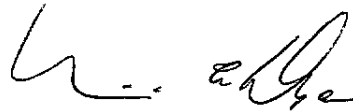
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of July 1998.



William Dye

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Bill & J.C., Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



William Dye

July 23, 1998

FILED
198 AUG -5 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA