Attorney at Law

1701 WEST HILLSBORO BOULEVARD
SUITE 207

DEERFIELD BEACH, FLORIDA 33442

(954) 426-5120

FAX (954) 428-0294

July 30, 1998

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

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Re: ARTICLES OF INCORPORATION

JIMCO CORPORATION

Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the Articles of Incorporation for **JIMCO CORPORATION**, together with my check in the amount of \$122.50 representing the filing and certified copy fees in this matter.

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Should you have any questions, please contact me immediately.

Very truly yours,

ARTHUR W. GUNDLING

AWG/sg Enclosure

98 AUG -3 AM 8: 31
SECRETARY OF STATI

ARTICLES OF INCORPORATION

OF

JIMCO CORPORATION

ARTICLE I. NAME

The name of this corporation is JIMCO CORPORATION

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$1.00 per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial principal office of the proposed corporation in the State of Florida is 311 N.E. 23 Way, Boca Raton, Florida 33431, and the mailing address of the proposed corporation is the same. The name and address of the initial registered agent is JAMES B. CAMPBELL, 311 N.E. 23 Way, Boca Raton, Florida 33431.

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is one (1) member. The name and address of each person who is to serve as a member of the initial Board of Directors are:

NAME

ADDRESS

JAMES B. CAMPBELL

311 N.E. 23 Way Boca Raton, FL 33431

ARTICLE VII. INCORPORATOR

NAME

ADDRESS

JAMES B. CAMPBELL

311 N.E. 23 Way Boca Raton, FL 33431

EXECUTED by the undersigned at Deerfield Beach, Broward County, Florida, on this **30** day of July, 1998.

JAMES B. CAMPBELL

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary

Public duly authorized to take acknowledgments in the State and

County named above, personally appeared JAMES B. CAMPBELL, who is

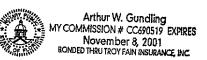
personally known to me or has produced ________ as

identification and who did not take and oath and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal of the County and State named above this 30 day of July, 1998.

Notary Public

My Commission Expires:



Pursuant to Section 607.164 of the Florida Statutes, I,

JAMES B. CAMPBELL, accept the designation as Registered Agent for

JIMCO CORPORATION

JAMES B. CAMPBELL

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary

Public duly authorized to take acknowledgments in the State and

County named above, personally appeared JAMES B. CAMPBELL, who is

personally known to me or has produced ________ as

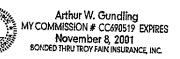
identification and who accepted the designation of registered

agent by signing the Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this 30 day of July, 1998.

Wotary Public

My Commission Expires:



FILED

98 AUG -3 AM 8: 30

SECRETARY OF STATE
SHAWASSEE FI ORIDA