

8/20/98

P 9800074618

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: JR MANAGEMENT, INC.

AUDIT NUMBER.....H98000015556

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1998

ACE INDUSTRIES, INC.

SUBJECT: JR CAPITAL, INC.
REF: W98000019132

JR CAPITAL, INC.
JR RESOURCES, INC.
JR TRADING, INC.

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The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS J.R. CAPITAL CORP. DOC # P97000066875.

If you have any further questions concerning your document, please call (850) 487-6067.

Naysa Culligan
Document Specialist

FAX Aud. #: H98000015556
Letter Number: 798A00043467

H98-15556

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: JR EQUITIES, INC.

Address of Corporation: 4841 NORTHWEST 15th STREET
COCONUT CREEK, FL 33093

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500, with a par value of _____.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JUDITH REED

REGISTERED OFFICE: 4841 NORTHWEST 15th STREET
COCONUT CREEK, FL 33093

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

08 / 20 / 98
Date


Signature of Registered Agent

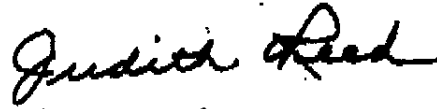
Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

- 1.
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JUDITH REED
4841 NORTHWEST 15th STREET
COCONUT CREEK, FL 33093

In witness whereof, I have subscribed my name:


Signature of Incorporator

H98-15556

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571

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