

8/28/98

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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: 007 JOHNTHOMAS, INC.

AUDIT NUMBER.....H98000016112

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

CERT. OF STATUS..0

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1998

EMPIRE

SUBJECT: 007 JOENTHOMAS, INC.
REF: W98000019765

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Neysa Culligan
Document Specialist

FAX Aud. #: H98000016112
Letter Number: 598A00044611

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ARTICLES OF INCORPORATION
OF
007 JOHNTHOMAS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be:

007 JOHNTHOMAS, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with One Hundred Dollars (\$100.00).

ARTICLE IV. ADDRESS

The street address and the mailing address of the initial registered office and principal address of the corporation shall be:

Street Address: 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305
Mailing Address: 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305

and the name and address of the initial registered agent of the corporation is:
John Huff, 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305

** The Principal Office is the same as the Registered Office.

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This Document Prepared By:
Catherine Corso,
Associates Accounting & Tax
Services, Inc.

1881 NE 26 Street, #218
Wilton Manors, FL 33305

(954) 568-4443

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TALLAHASSEE, FLORIDA

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ARTICLE V. EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VIII. DIRECTORS

This corporation shall have one director, initially.

The names and street addresses of the initial members of the Board of Directors are:

John Huff, 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305
Thomas Underwood, 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

PRESIDENT: Thomas Underwood, 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305

VICE PRESIDENT: John Huff, 1881 NE 26 Street, Ste #218, Wilton Manors, Florida 33305

ARTICLE X. SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

John Huff, 1881 NE 26 Street, Ste #218, Wilton Manors, Florida 33305
Thomas Underwood, 1881 NE 26 Street, Ste #218, Wilton Manors, Florida 33305

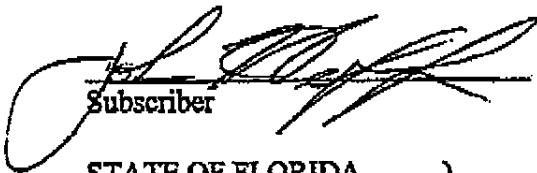
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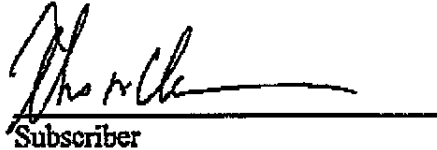
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IN WITNESS WHEREOF, the undersigned has hereunto set their hands
and

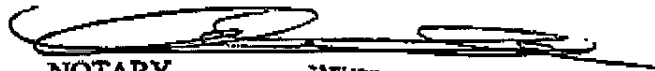
seals on this, 28th day of August, 1998.

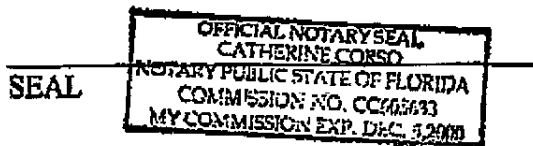

Subscriber


Subscriber

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 28th day of
August, 1998, by Thomas Underwood
and John Huff, who are personally known to me and who
did take an oath.


NOTARY CATHERINE CORSO



My commission expires:

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**CERTIFICATE AND ACKNOWLEDGEMENT
OF
REGISTERED AGENT**

Certificate of Registered Agent of:

007 JOHNTHOMAS, INC.

Pursuant to Florida Statutes sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Article of Incorporation

at: 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305

has named: Thomas Underwood
located at: 1881 NE 26 Street, Ste#218, Wilton Manors, Florida 33305, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, with which I am familiar, at the place designated in the certificate, I do hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

DATE: 8/28/98

Thomas Underwood
Registered Agent

STATE OF FLORIDA)
COUNTY OF BROWARD.)

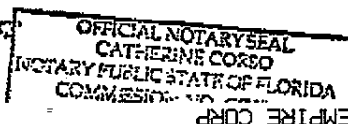
The foregoing instrument was acknowledged before me this 28th day of

August, 1998, by Thomas Underwood, who is personally known to me and who did take an oath.

Notary

CATHERINE CORSO

my Commission Expires



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TALLAHASSEE, FLORIDA