AND AND AND SECRETARY OF STATE DIVISION OF CORPORATIONS 98 SEP 16 PM 3: 36

2709 ROCKY POINT DRIVE SUITE 102

TAMPA, FLORIDA 33607

TELEPHONE (813) 281-5609 FACSIMILE (813) 288-0428

> 600002640796--9 -08/16/38--01043--019 ****122.50 ****122.58

September 15, 1998

VIA OVERNIGHT DELIVERY

Florida Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Attn: Filing Section -

Re: JB Professional Services, Inc.

Dear Sir/Madam:

Enclosed please find for filing Articles of Incorporation of the above-captioned corporation.

Enclosed is a check for \$122.50, covering the various fees incident to the filing of the Articles of Incorporation. Please send a certified copy of the Articles to my attention at the above address.

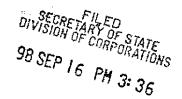
Thank you for your cooperation.

Sincerely

Edwin B. Kagarf

EBK/bak Enclosures

ARTICLES OF INCORPORATION



OF

JB PROFESSIONAL SERVICES, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be JB PROFESSIONAL SERVICES, INC. IN 1975 A 1975 A

ARTICLE II - MAILING ADDRESS

The mailing address of this corporation is as follows:

16592 74th Avenue North
Palm Beach Gardens, FL 33418

ARTICLE III - DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles of Incorporation by the Secretary of State of the State of Elorida.

ARTICLE IV - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of ten thousand (10,000) shares of common stock, having a par value of \$.01 per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial <u>Registered Agent</u> and the street address of the initial <u>Registered Office of this corporation</u> are as follows:

Name Address

Edwin B. Kagan 2709 Rocky Point Drive Suite 102 Tampa, Florida 33607

ARTICLE VII - DIRECTORS

This corporation shall have no directors initially. The affairs of this corporation shall be managed by the shareholders until such time as directors are elected by the shareholders.

ARTICLE IX - AFFILIATED TRANSACTIONS

This corporation expressly elects, pursuant to Section 607.0901(5)(a), Florida Statutes, not to be governed by the rules pertaining to affiliated transactions contained in Section 607.0901, Florida Statutes.

ARTICLE X - CONTROL-SHARE ACQUISITIONS

This corporation exercises its right, pursuant to Section 607.0902(5), Florida Statutes, to avoid the provisions pertaining to control-share acquisitions contained in Sections 607.0902, 607.1302(c) and 607.1320, Florida Statutes.

ARTICLE XI - INCORPORATOR

The name and address of the corporation's incorporator is as

Name

Address

Edwin B. Kagan

2709 Rocky Point Drive Suite 102 Tampa, Florida 33607

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation of JB PROFESSIONAL SERVICES, INC. this <u>15+h</u> day of September, 1998.

EDWIN B. KAGAN, Incorporator

DIVISION OF CORPORATIONS

98 SEP 16 PM 3: 36

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of JB Professional Services, Inc. was sworn to and acknowledged before me this $\sqrt{5}$ day of September, 1998 by EDWIN B. KAGAN.

* TOPROMIT	CAROLYN 1 FABIAN My Commission CC428375 Expires Dec. 21, 1998 Bonded by NFNU 800-224-6368
POF FLORIDA	

Cause 1	tel-
Notary Public	
My Commission	Expires:

Personally known	OR Produced Identification	
Type of Identification	Produced	

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept to act as Registered Agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

REGISTERED AGENT