

P98000087280

Catherine C. Prats
P. O. Box 20557
St. Petersburg, FL 33742

October 8, 1998

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

100002660381--0
-10/09/98--01052--010
*****78.75 *****78.75

Re: J Ventures, Inc.

EFFECTIVE DATE

10-08-98

Dear Sirs:

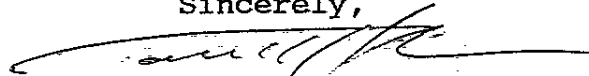
Enclosed please find articles of incorporation for the above-named corporation. Please file and record these articles and send us a certified copy of the articles. Enclosed please also find a check in the amount of \$78.85 in payment of the following fees:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy of Articles	\$ 8.75
Total	\$78.75

Upon filing the articles, please return the filed articles and the certified copies to me in the enclosed, stamped envelope.

Thank you for your prompt attention to this matter. If you have any questions, please do not hesitate to call.

Sincerely,



Catherine C. Prats

enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 AM 8:44

**ARTICLES OF INCORPORATION
OF
J VENTURES, INC.**

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DIVISION OF CORPORATIONS
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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation shall be:
J Ventures, Inc.

Article 2. Address. The address of the principal office and mailing address of the Corporation is: P. O. Box 20557, St. Petersburg, Florida 33742.

Article 3. Authorized Shares. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 1,000 common shares. Such shares shall have a par value of \$1.00 per share.

Article 4. Initial Registered Office and Agent. The name and street address of the initial Registered Office of the Corporation is Luis Prats, at Carlton, Fields, Ward, Emmanuel, Smith & Culter, P.A., One Harbor Place, 4th Floor, 777 South Harbor Island Boulevard, Tampa, Florida 33602-5799.

Article 5. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows: Catherine C. Prats, P.O. Box 20557, St. Petersburg, FL 33742.

Article 6. Incorporators. The name and address of each Incorporator is as follows: Catherine C. Prats, P.O. Box 20557, St. Petersburg, FL 33742.

Article 7. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

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Article 10. Cumulative Voting. All Shareholders or a voting group of Shareholders designated in the Bylaws are entitled to cumulate their votes for Directors, in accordance with Section 607.0728, Florida Statutes, as amended from time to time.

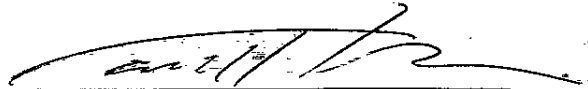
Article 11. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation, except that if they are not filed by the Florida Department of State within five (5) business days after that date, then corporate existence shall commence upon filing by the Department of State.

Article 12. Purposes. The purposes for which the Corporation is organized are the following:

a. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.

b. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8th day of October, 1998.

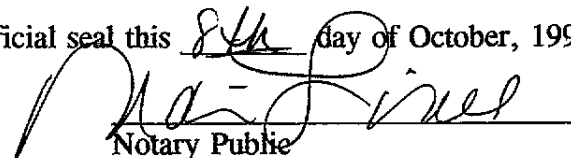


Catherine C. Prats

STATE OF FLORIDA
COUNTY OF Florida

Before me personally appeared Catherine C. Prats to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 8th day of October, 1998.


Notary Public

(Seal)

My commission expires:



Maria Linares
MY COMMISSION # CC509327 EXPIRES
November 12, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Luis Prats

Date: October 8th, 1998

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