

P98000088679  
*James W. Denhardt*  
*Attorney at Law*

*2700 First Avenue North  
St. Petersburg, Florida 33713*

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September 30, 1998

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

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-10/16/98--01030--008  
\*\*\*\*122.50 \*\*\*\*\*78.75

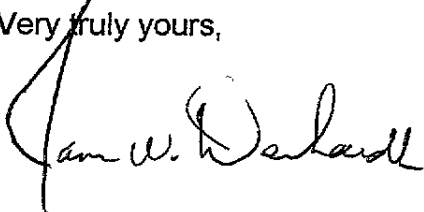
RE: J & T Holding Corp.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for Service of Process Within this State and Naming Agent Upon Whom Process May Be Served for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 for your filing fees.

Please return a certified copy to this office.

Very truly yours,



James W. Denhardt

Enclosures

JWD/law

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**J & T HOLDING CORP.**

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DIVISION OF CORPORATIONS  
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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE - NAME**

The name of the corporation is J & T HOLDING CORP.

**ARTICLE TWO - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE - PURPOSE**

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR - CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,000, all of which shall be common shares with \$1.00 par value.

**ARTICLE FIVE - PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 5476 97th Way North, St. Petersburg, Florida 33708.

**ARTICLE SIX - REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 2700 First Avenue North, St. Petersburg, Pinellas County, Florida 33713, and the name of the initial registered agent at such address is JAMES W. DENHARDT.

**ARTICLE SEVEN - DIRECTORS**

The Board of Directors of the corporation shall consist of not less than two members, nor more than eleven (11) members. The names and addresses of the initial Directors are:

Jon M. Wilbur  
5476 97th Way North  
St. Petersburg, Florida 33708

Anthony J. Hilbert  
1031 30th Avenue North  
St. Petersburg, Florida 33704

**ARTICLE EIGHT - INCORPORATOR**

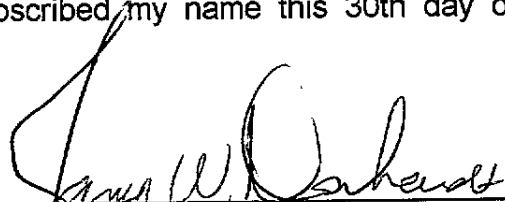
The name and address of the Incorporator are:

James W. Denhardt  
2700 First Avenue North  
St. Petersburg, Florida 33713

**ARTICLE NINE - COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

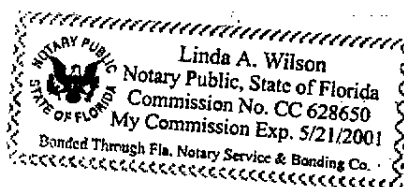
IN WITNESS WHEREOF, I have subscribed my name this 30th day of September, 1998.

  
\_\_\_\_\_  
JAMES W. DENHARDT, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared JAMES W. DENHARDT, who is personally known to me, and who did take an oath, and he acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my official hand and seal at St. Petersburg, Pinellas County, Florida, this 30th day of September, 1998.



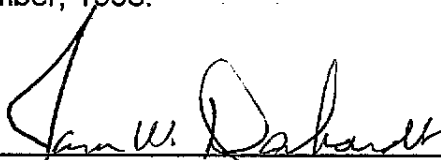
  
LINDA A. WILSON, NOTARY PUBLIC  
My Commission Expires: 5/21/2001

**Certificate Designating Place of Business for Service of Process Within this State, Naming Agent Upon Whom Process May Be Served**

The following is submitted in compliance with Section 48.091, Florida Statutes:

J & T HOLDING CORP. has named JAMES W. DENHARDT, whose address is 2700 First Avenue North, St. Petersburg, Florida, as its agent to accept service of process within this State.

DATED this 30th day of September, 1998.

  
\_\_\_\_\_  
JAMES W. DENHARDT, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for J & T HOLDING CORP., I hereby agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 30th day of September, 1998.

  
\_\_\_\_\_  
JAMES W. DENHARDT, Registered Agent

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