

P98000095907

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Jay Dinitz, Inc.

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IF YOU HAVE ANY QUESTIONS
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

JAY DINITZ, INC.

The undersigned Incorporator 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

The name of the Corporation shall be:

JAY DINITZ, INC.

Its business shall be carried out at Palm Beach County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows :

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of Common Stock at One (\$1.00) Dollar par value. All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

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The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the Incorporator or by the Directors at a meeting called for such purpose.

ARTICLE IV

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned Incorporator does hereby state that there has already been paid into the Corporation on behalf of the subscriber set forth herein the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be located in Palm Beach County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By- Laws of this Corporation. Directors need not be stockholders.

ARTICLE VIII

The names and post office address of the first Board of Directors of this Corporation, who shall hold office until the organization meeting of this Corporation, and until his successors are elected and have qualified is :

Jay Dinowitz
2214 N. Dixie Highway
Boca Raton, FL 33431

Rona Dinowitz
2214 N. Dixie Highway
Boca Raton, FL 33431

ARTICLE IX

The offices to be held by the above named Directors are as follows :

Jay Dinowitz, President and Vice-President

Rona Dinowitz, Secretary and Treasurer

The name and post office address of the subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which they agree to take is as follows :

NAME	ADDRESS	SHARES	VALUE
Jay Dinowitz	2214 N. Dixie Highway Boca Raton, FL 33431	750	\$750.00
Rona Dinowitz	2214 N. Dixie Highway Boca Raton, FL 33431	250	\$250.00

The address of the corporation shall be :

2214 N. Dixie Highway
Boca Raton, FL 33431

ARTICLE X

The name and address of the initial registered agent is :

Ronald S. Asnes
433 Plaza Real, Suite 275
Boca Raton, FL 33432

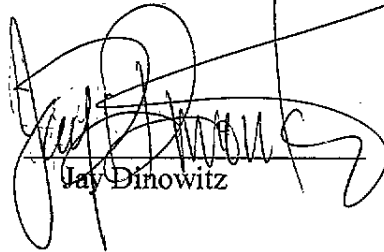
ARTICLE XI

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and the transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XII

The commencement of Corporate existence shall be on filing the Articles of Incorporation by the Department of State.

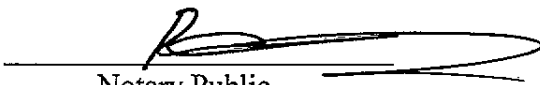
IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23rd day of September, 1998.


Jay Dinowitz

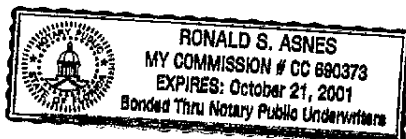
STATE OF FLORIDA)
) ss:
COUNTY OF Palm Beach

Before me, the undersigned authority, personally appeared Jay Dinowitz to me well known to be the person described in or who presented N/A as identification, and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal at Boca Raton, Palm Beach County, Florida, this 23rd day of September, 1998.


Notary Public

My Commission Expires:



JAY DINITZ, INC.


CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that JAY DINITZ, INC., a Florida corporation qualified to do business under the laws of this State, with its principal office at Palm Beach County, Florida, has appointed Ronald S. Asnes, 433 Plaza Real, Suite 275, Boca Raton, FL, 33432 as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

9/23/98
Date

By: 
Ronald S. Asnes
Resident Agent

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