



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 032687 5017100

AUTHORIZATION :

Patricia Pizots

COST LIMIT : \$ 78.75

ORDER DATE : November 16, 1998

ORDER TIME : 10:38 AM

ORDER NO. : 032687-005

900002687969--3

CUSTOMER NO: 5017100

CUSTOMER: Al R. Lopez, Jr., Esq
LOPEZ & KELLY, P.A.
LOPEZ & KELLY, P.A.
Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: J. & M. WORKSTATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

2555
W98-25761

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 AM 10:39

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98 NOV 16 AM 11:27
S



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
98 NOV 16 AM 10:39

November 18, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: J. & M. WORKSTATIONS, INC.
Ref. Number: W98000025761

RESUBMIT

Please give original
submission date as file date.

We have received your document for J. & M. WORKSTATIONS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 398A00055435

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98 NOV 16 AM 10:39

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November 16, 1998

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Claretha Golden
Document Specialist

Letter Number: 198A00055061

RECEIVED
64:5 AM 18 NOV 98
DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

J. & M. WORKSTATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 AM 10:40

Article I
Name

The name of this Corporation is J. & M. WORKSTATIONS, INC.

Article II
Duration

The Corporation shall have perpetual existence.

Article III
Purpose and Principal Place of Business

Purpose. This Corporation is organized for the purposes of transacting any or all lawful business.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is 214 - 150th Avenue, Madeira Beach, Florida 33708.

Article IV
Capital Stock

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
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 shares thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Registered Office and Agent

Section 1. The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Madeira Beach, State of Florida, has named AL R. LOPEZ, JR., as its agent to accept service of process within this State.

Section 2. 4600 West Cypress Street, Suite 500, Tampa, Florida 33607 is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and AL R. LOPEZ, JR., 4600 West Cypress Street, Suite 500, Tampa, Florida 33607, is hereby named as the Registered Agent of the Corporation.

Article VII
Incorporators

The name and street address of the Incorporator is:

Ralph Lazarra
214 - 150th Avenue
Madeira Beach, Florida 33708

Article VIII
Board of Directors

Section 1. This Corporation initially shall have one director. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and street address of the first member of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until his successor is elected and qualified is:

Ralph Lazarra
214 - 150th Avenue
Madeira Beach, Florida 33708

All of the directors of the Corporation shall be at least eighteen (18) years of age.

Article IX
Restriction on Transfer of Stock

Shares of the capital stock of this Corporation shall be issued initially to the following person and in the amount set opposite his name:

Ralph Lazarra	100 shares.
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Shares held by the initial Shareholder listed above and all subsequent shareholders may not be resold or otherwise transferred (other than to a revocable trust created by a Shareholder) or encumbered without the consent of the other Shareholders and unless such shares are first offered to the remaining Shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified in, or as directed by, the Bylaws of this Corporation or by written agreement of this Corporation and its Shareholders.

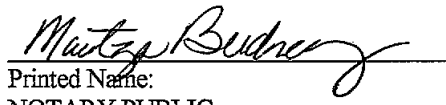
IN WITNESS WHEREOF, the above-named Incorporator has subscribed his name this 12

day of Nov., 1998.


RALPH LAZARRA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me this 12th day of Nov., 1998, by RALPH LAZARRA, who is personally known to me or who has produced Florida Driver's License personally known identification and who did [did not] take an oath.



Printed Name:
NOTARY PUBLIC
State of Florida at Large
Commission No. _____
My Commission Expires: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

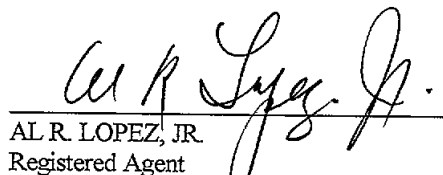
IN COMPLIANCE WITH SECTION 48.091 and SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT RALPH LAZARRA, DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF MADEIRA BEACH, STATE OF FLORIDA, HAS NAMED AL R.
LOPEZ, JR., LOCATED AT 4600 WEST CYPRESS STREET SUITE 500, TAMPA, FLORIDA
33607, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.


RALPH LAZARRA
INCORPORATOR
TITLE: President
DATE: November 12, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 AM 10:40

AL R. LOPEZ, JR., HAVING BEEN NAMED TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, AND BEING FAMILIAR WITH THE OBLIGATIONS OF REGISTERED
AGENT, I HEREBY AGREE TO ACT IN THIS CAPACITY AND ACCEPT THE OBLIGATION
OF THAT POSITION, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ALL
MATTERS.


AL R. LOPEZ, JR.
Registered Agent
DATE: November 12, 1998