

LAW OFFICES  
BLAXBERG, GRAYSON & SINGER, P.A.

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TELEPHONE (305) 381-7979  
TELECOPY: (305) 371-6816

I. BARRY BLAXBERG  
MOISES T. GRAYSON  
SEYMOUR N. SINGER

IAN J. KUKOFF  
JONATHAN W. SEGAL  
DANIEL J. SERBER

Written Subject Line 305-381-7979 ext. 310

November 23, 1998

Via FedEx No.: 3005985360

Secretary of State  
Florida Division of Corporations  
499 East Gaines Street  
Tallahassee, Florida 32314

400002695604--1  
-11/24/98--01069--025  
\*\*\*\*131.25 \*\*\*\*\*87.50

Re: *JABE Holdings, Inc.*

Dear Sir or Madam:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$131.25 for the following fees:

Filing Fees	\$35.00
Certified Copies	52.50
Registered Agent Designation	35.00
Certificate of Good Standing	<u>8.75</u>

TOTAL \$131.25

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed. Thank you for your attention and cooperation.

Very truly yours,



Seymour N. Singer

cc: David E. Friedman, Esq. w/enc. via telecopy - 561/395-9882

Enclosures

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98 NOV 26 AM 11:50  
TALLAHASSEE FLORIDA

DEC 2 1998

**ARTICLES OF INCORPORATION OF  
JABE HOLDINGS, INC.**

98 NOV 21 AM 11:50  
FALLS CHURCH, VA

**ARTICLE I.**

**CORPORATE NAME**

The name of this corporation shall be: JABE Holdings, Inc.

**ARTICLE II.**

**NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III.**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV.**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Blaxberg, Grayson & Singer, P.A., 25 S.E. 2<sup>nd</sup> Avenue, Suite 730, Miami, Florida 33131.

**ARTICLE V.**

**MAILING ADDRESS OF CORPORATION**

The Corporation's mailing address shall be: 5100 Town Center Circle, Suite 425, Boca Raton, Florida 33486.

**ARTICLE VI.**

**BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VII.**

**INITIAL DIRECTOR**

The name and post office address of the first Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
David E. Friedman	5100 Town Center Circle, Suite 425 Boca Raton, Florida 33486
Stewart Weiner	5100 Town Center Circle, Suite 425 Boca Raton, Florida 33486

The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

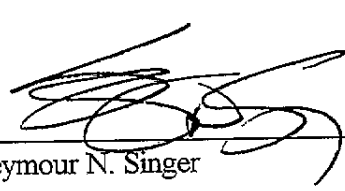
**ARTICLE VIII.**

**INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Seymour N. Singer.	c/o Blaxberg, Grayson & Singer, P.A. 25 S.E. 2 <sup>nd</sup> Avenue, Suite 730 Miami, Florida 33131

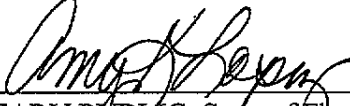
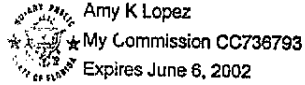
**THE UNDERSIGNED** Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
Seymour N. Singer

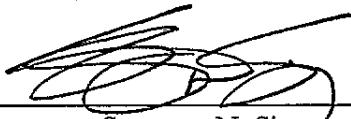
STATE OF FLORIDA                    )  
  : SS  
COUNTY OF MIAMI-DADE         )

BEFORE ME, the undersigned authority, appeared Seymour N. Singer, who is personally known to me or who has produced \_\_\_\_\_ as identification, and acknowledged that he executed said Articles of Incorporation.

WITNESS my hand and seal in the State and County aforesaid, this 23rd day of November, 1998.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
Print Name: AMY K. LOPEZ  
My Commission Expires: \_\_\_\_\_  
 Amy K Lopez  
My Commission CC738793  
Expires June 6, 2002

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

BLAXBERG, GRAYSON & SINGER, P.A.  
  
  
By: \_\_\_\_\_  
Print Name: Seymour N. Singer  
Its: Vice President

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98 NOV 26 AM 11:50  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 11-11-00 BY 60322 UCBAW