

P98000102417

Mark Thompson
4747 North Lakeland Hills Blvd
Suite 378
Lakeland, FL 33805-9577

November 30, 1998

Department of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32399

700002704537--9

-12/07/98--01089--006
****122.50 ****78.75

EFFECTIVE DATE

12-01-98

Subject: Jonlyn, Inc.

Attached please find an original and one (1) copy of the Articles of Incorporation of Jonlyn, Inc., Certificate of Designation Registered Agent/ Registered Office and a check for the amount of \$122.50.

From: Mr. Mark S. Thompson
4747 North Lakeland Hills Blvd
Suite 378
Lakeland, FL 33805-9577
(941) 688-0270
FAX: (941) 680-2806

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 DEC -7 AM 9:52

DEC 9 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC -7 AM 9:52

**ARTICLES OF INCORPORATION
OF
JONLYN, INC.**

ARTICLE ONE

The name of the corporation is Jonlyn, Inc..

ARTICLE TWO

The Corporation shall be effective December 1, 1998. The period of its duration is perpetual.

ARTICLE THREE

EFFECTIVE DATE
12-01-98

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The classes, number and par value of shares which the corporation shall have authority to issue without further report to the Secretary of State are:

Class of shares:	Number of shares:	Par value of shares:
Common	50,000	\$ 1.00
Preferred Series A: 8% Cumulative Nonparticipating	10,000	\$100.00
Preferred Series B: 6% Cumulative Participating Convertible	20,000	\$ 50.00

ARTICLE FIVE

The principal place of business and mailing address of this corporation shall be 130 Temple Street, Winter Haven, Florida 33880.

ARTICLE SIX

The street address of its initial registered office is 130 Temple Street, Winter Haven, Florida, and the name of its initial registered agent at such address is John Micheal Sestile.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until the director's successor is elected and qualified is:

Name:	Mailing address:
John Micheal Sestile	130 Temple Street, Winter Haven Florida 33880

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of the incorporator is:

Name:	Mailing address:
Mark Thompson	4747 North Lakeland Hills Blvd, Suite 378, Lakeland, Florida 33805-9577

ARTICLE TEN

The powers of the incorporator ceases upon the filing of the Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 30th day of November, 1998.

A handwritten signature in cursive script, appearing to read "Mike Han", is written over a horizontal line.

Incorporator

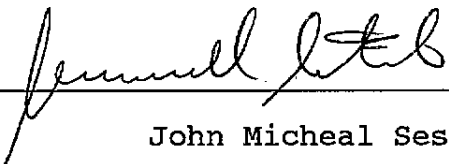
**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: Jonlyn, Inc.
2. The name and address of the registered agent and office is:

John Micheal Sestile
130 Temple Street
Winter Haven, Florida 33880

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.



John Micheal Sestile

12.1.98

Date

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 DEC -7 AM 9:52