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December 30, 1998

Secretary of State  
Corporation Division  
The Capitol  
Tallahassee, FL 32304

500002729535--6  
-01/04/99--01115--013  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Re: JUST CALL HARRY, INC., a Florida corporation

Dear Sir or Madam:

Enclosed herewith is an original and one (1) copy of Articles of Incorporation for the above referenced corporation. In addition, our client's Check No. 3745 in the amount of \$122.50 is enclosed representing the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	<u>52.50</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation, and return a certified copy to the undersigned.

Your attention to this matter is greatly appreciated.

Yours very truly,



Rhonda G. Carver  
Legal Assistant

/rgc  
Enclosures  
cc: Mr. Harry Winters

FILED  
99 JAN -4 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA-1/6/99

**ARTICLES OF INCORPORATION  
OF  
JUST CALL HARRY, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**Article I - Name**

The name of this corporation is **JUST CALL HARRY, INC.**

**Article II - Duration**

This corporation shall have perpetual existence.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business.

**Article IV - Capital Shares**

The aggregate number of shares which this corporation shall have authority to issue shall be 1,000 of a par value of \$1.00 per share.

**Article V - Principal and Registered Office and Registered Agent**

The street address of the principal office of the corporation is 1515 Townsend Boulevard, Jacksonville, Florida 32211, and the address of the initial registered office of this corporation is Ford, Jeter, Bowlus & Duss, P.A., 10110 San Jose Boulevard, Jacksonville, Florida 32257, and the name of the initial registered agent at that address is Theresa M. Kenney, Esq..

**Article VI - Initial Board of Directors**

This corporation shall have one (1) director initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided by the Bylaws, but shall never be fewer than one. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Harry L. Winters	1515 Townsend Boulevard, Jacksonville, Florida 32211

**Article VII - Incorporator**

The name and address of the person signing these articles is:

**JUST CALL HARRY, INC.**, a Florida corporation

This instrument prepared by:  
**Theresa M. Kenney, Esq.**, Ford, Jeter, Bowlus & Duss, P.A.  
10110 San Jose Boulevard, Jacksonville, Florida 32257  
Telephone (904) 268-7227 Facsimile (904) 262-3337

**FILED**  
99 JAN -4 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name

Theresa M. Kenney, Esq.

Address

Ford, Jeter, Bowlus & Duss, P.A.  
10110 San Jose Boulevard  
Jacksonville, Florida 32257


**Article VIII - Indemnification**

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent possible under Florida law or as may be more fully set forth in the by-laws.

**Article IX - Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29<sup>th</sup> day of December, 1998.

  
Theresa M. Kenney, Esq., Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of December, 1998, by Theresa M. Kenney, Esq., who is personally known to me.




**RHONDA G. CARVER**  
MY COMMISSION # CC428891 EXPIRES  
February 15, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public  
State of Florida at Large  
My Commission expires:

FILED  
98 JAN -4 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACKNOWLEDGMENT AND ACCEPTANCE**

Having been named to accept service of process for the above- stated corporation at the place designated in this certificate, I hereby accept such designation to act as registered agent, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
Theresa M. Kenney, Esq.  
Registered Agent  
**JUST CALL HARRY, INC.** a Florida corporation