P9900005647



ACCOUNT NO.: 072100000032

REFERENCE: 104653 107451A

AUTHORIZATION : ...

COST LIMIT

alucia

ORDER DATE: January 19, 1999

ORDER TIME: 9:43 AM

ORDER NO. : 104653-005

CUSTOMER NO: 107451A

CUSTOMER: Mr. Richard Rampell
RAMPELL & RAMPELL, P.A.
RAMPELL & RAMPELL, P.A.
122 North County Road

Palm Beach, FL 33480

DOMESTIC FILING

NAME: JADE HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

7 1/20/99

DIVISION OF CORPORATION

JS:11 MA OS MAL 66

RECEIVED

99 JAN 20 PH 12: 5

700002748067--5

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 JAN 20 PM 12: 57

ARTICLES OF INCORPORATION

OF

JADE HOLDINGS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

JADE HOLDINGS, INC.

The address of the principal office of this corporation shall be 122 North County Road, Palm Beach, Florida 33480, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Adam Pivnick 122 North County Road Dir./Pres. Palm Beach, Florida 33480

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 JAN 20 PM12: 57

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on January 20, 1999.

CORPORATION SERVICE COMPANY

By: Delioran D. Skipper

It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deliorah D. Skipper

It's Agent, Deborah D. Skipper

ACG/das