

P99000016803

PUGH & VAN BUREN

Attorneys at Law

Irby G. Pugh, Esquire
Tye W. Van Buren, Esquire

218 Annie Street
Orlando, Florida 32806
Phone: (407) 843-5840
Facsimile: (407) 422-5415

February 18, 1999

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32399

RE: J.C.P. ENTERPRISES, INC.

900002780319--7
-02/19/99--01026--016
****122.50 *****78.75

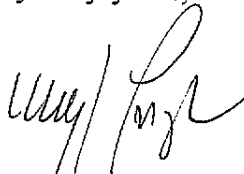
Dear Sir or Madam:

Enclosed herewith please find my firm's check in the amount of \$122.50. This check represents payment of the filing fee, certified copy fee and Registered Agent Designation fee for the Articles of Incorporation of "J.C.P. ENTERPRISES, INC.". Also enclosed is the original and one (1) copy of the Articles of Incorporation and the original and one (1) copy of the Certificate of Resident Agent.

Please file these Articles of Incorporation and return a certified copy to this office. I request that you send the certified copy back to my office via Federal Express (chargeable to my account). For your convenience in doing so, I have enclosed herein a completed Airbill and Federal Express envelope.

Thanking you in advance for your prompt attention and cooperation in this matter. If you should have any questions concerning this matter, please contact my Legal Assistant and Office Manager, Janet Crouse.

Very truly yours,



IRBY G. PUGH

IGP/jmsc
Enclosures
xc: J.C.P. Enterprises, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 AM 11:53

2-22-99
105

ARTICLES OF INCORPORATION
OF
J.C.P. ENTERPRISES, INC.

* * * * *

ARTICLE I - NAME

The name of this corporation is J.C.P. ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of selling and distributing wholesale retail products in the Caribbean, and such other lawful public business as may be permitted by the Statutes of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 AM 11:54

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office and mailing address of the initial registered office of this corporation is 934 North Magnolia Avenue, Suite 226, Orlando, Florida 32803; and the name of the initial Registered Agent of this corporation at that address is JEAN CLAUDE PICARD.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

JEAN CLAUDE PICARD, PRESIDENT
934 North Magnolia Avenue, Suite 226
Orlando, Florida 32803

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

JEAN CLAUDE PICARD, PRESIDENT
934 North Magnolia Avenue, Suite 226
Orlando, Florida 32803


ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this the 18th day of February, 1999.


JEAN CLAUDE PICARD, President

STATE OF FLORIDA)
COUNTY OF ORANGE)

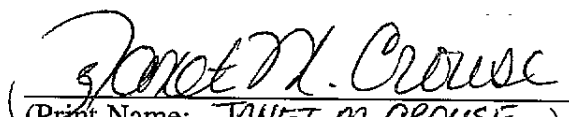
BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared JEAN CLAUDE PICARD, who,

- ☒ did take an oath, or
- ☐ did not take an oath, and
- ☒ who is personally known to me, or
- ☒ who produced Fla. Driver License as identification, (I# P263-463-41-305-0)

deposes and says that he is the person described in and who executed the foregoing Articles of Incorporation, and that he executed said instrument for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this the 18th day of February, 1999.




(Print Name: JANET M. CROUSE)
Notary Public, State of Florida
at Large
Commission No.: CC 484843
My Commission Expires: 10/14/99

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That J.C.P. ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, mailing address, and registered office address, as indicated in the Articles of Incorporation, at 934 North Magnolia Avenue, Suite 226, City of Orlando, County of Orange, State of Florida, Zip: 32803, has named JEAN CLAUDE PICARD as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JEAN CLAUDE PICARD
Resident Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 AM 11:54