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February 24, 1999

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Secretary of State
Division of Corporation
409 E Gaines Street
Tallahassee, FL 32399

RE: Articles of Incorporation
J2SHA Group, Inc.

Dear Filing Clerk:

Enclosed herein you will please find our firm's check in the amount of \$70.00 for filing fee for J2SHA GROUP, INC. Also enclosed is the original and two (2) copies of the Articles of Incorporation and Certificate of Registered Agent.

Please file this corporation and return back to me the filed copies in the stamped-addressed envelope.

Thank you for your corporation in this matter.
Sincerely,

WILLIAM J. BOSSO, JR., Esquire

AP/kd
Enclosures

FILED
99 FEB 26 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 2 1999

ARTICLES OF INCORPORATION

OF

J2SHA GROUP, 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:

J2SHA GROUP, INC.

The address of the principal office of this corporation shall be 1200 Marine Way PH-1, North Palm Beach, FL 33408 USA; and the mailing address of the corporation shall be the same.

ARTICLE II- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any business or business activity permitted under the laws of the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock at \$.01 par value.

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TALLAHASSEE, FLORIDA

ARTICLE IV-ADDRESS

The street address of the initial registered office of the corporation shall be as follows:

1200 Marine Way PH-1
North Palm Beach, FL 33408 USA

and the name of the initial registered agent of the corporation at that address is:
JOSEPH M. APONTE, JR.

ARTICLE V-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLES VI-OFFICERS AND DIRECTORS

This corporation shall have two (2) directors, initially. The name and street addresses of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are: JOSEPH M. APONTE, JR., 1200 Marine Way PH-1, North Palm Beach, FL 33408 USA and SANDRA K. HOEKSTRA, 777 South Federal Highway, N-105, Pompano Beach, FL 33062

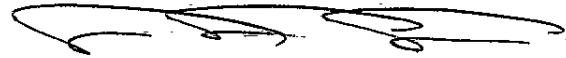
ARTICLE VII-INCORPORATOR

The name and street address of the incorporator(s) to these Articles of Incorporation is:

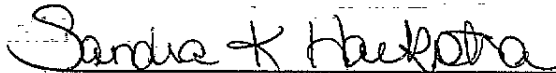
JOSEPH M. APONTE, JR.,
1200 Marine Way PH-1
North Palm Beach, FL 33408 USA

SANDRA K. HOEKSTRA
777 South Federal Hwy, N-105
Pompano Beach, Fl 33062

IN WITNESS WHEREOF I/WE have made and subscribed our names(s)
and signature(s) to these Articles of Incorporation, this the 24th day of February,
1999.



JOSEPH M. APONTE, JR.



SANDRA K. HOEKSTRA

State of Florida
County of Palm Beach

BEFORE ME, the undersigned authority, personally appeared, JOSEPH M. APONTE, JR., and SANDRA K. HOEKSTRA to me well known to be the person(s) described as incorporator(s) in or who has produced their drivers licenses as identification and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation and who did take an oath.

WITNESS my hand and official seal in the County and State aforesaid this the 24th day of February, 1999.

My Commission Expires:


Notary Public, KATHY SEGAL



CERTIFICATE OF REGISTERED AGENT

IN PURSUANCE to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That I2SHA GROUP, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation being in Florida, names: JOSEPH M. APONTE, JR. as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above named Corporation, at the place designated in this Certificate, he hereby states that he is familiar with the obligations imposed herein, accept said appointment as registered agent of said corporation and agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties.



JOSEPH M. APONTE, JR.

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99 FEB 26 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA