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Agnes S. Hollingshead, P.A.

Attorney at Law

2240 Woolbright Road, Suite 411
Boynton Beach, Florida 33426-5802
561-736-9966

March 4, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ~~JAS Corporation, Inc.~~ Universal Thoughts, Inc.

Dear Sir/Madame:

Please accept this as a request to file a new Florida corporation. I enclose a check in the amount of SEVENTY DOLLARS and 00/100 (\$70.00).

If you have any questions or concerns please do not hesitate to contact this office. Thank you for your attention on this matter.

Sincerely,

Christen L. Escobar

Christen L. Escobar
Legal Assistant for Agnes S. Hollingshead, P.A.

ASH/cle

enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 11, 1999

AGNES S. HOLLINGSHEAD, P.A.
2240 WOOLBRIGHT ROAD
SUITE 411
BOYNTON BEACH, FL 33426-5802

SUBJECT: JAS CORPORATION, INC.
Ref. Number: W99000005928

We have received your document for JAS CORPORATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 699A00011625

CERTIFICATE OF INCORPORATION

-of-

Universal Thoughts, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is

Universal Thoughts, Inc.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000 all of which shall be common shares with par value of \$1.00

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 2240 Woolbright Road, Suite 411, Boynton Beach, FL 33426, Palm Beach County, and the name of the initial registered agent is Agnes S. Hollingshead Esq.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of 1 (one) member but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-laws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The names and addresses of the Directors which constitute the first Board of Directors of the Corporation are:

NAME	ADDRESS
Joseph Sartorio	327 N. "L" Street, Lake Worth, FL 33460

ARTICLE VII. INCORPORATORS

The names and addresses of the incorporators of the corporation are:

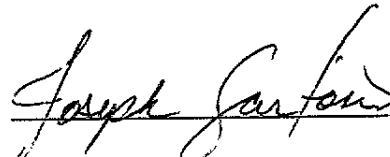
NAME

ADDRESS

Joseph Sartorio

327 N. "L" Street, Lake Worth, FL 33460

IN WITNESS WHEREOF, the undersigned has subscribed his name this 25th day of March
1999.


JOSEPH SARTORIO

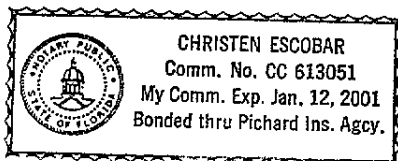
STATE OF FLORIDA)

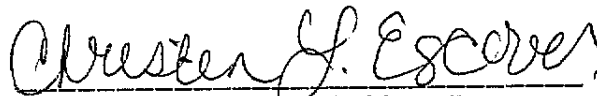
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COUNTY OF PALM BEACH)

On this 25th day of MARCH 1999, before me, the undersigned officer, personally appeared, JOSEPH SARTORIO known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.




Notary Public, State of Florida, at Large
My Commission Expires:

STATE OF FLORIDA
SECRETARY OF STATE

FILED
99 APR -1 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile
for the Service of Process Within This State, Naming
Agent Upon Whom Process May Be Served and Names and
Addresses of the Officers and Directors.

Universal Thoughts, Inc.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Universal Thoughts, Inc., a corporation organized under the laws of the State of Florida, with its principal office at 327 N. "L" Street, Lake Worth, FL 33460, County of Palm Beach, State of Florida, has named AGNES S. HOLLINGSHEAD ESQ., located at 2240 Woolbright Road, Suite 411, Boynton Beach, Florida 33426, Palm Beach County, as its agent to accept service of process within this state.

OFFICERS TITLES SPECIFIC ADDRESS

Joseph Sartorio	Pres, Vice Pres, Secretary, Treasurer	327 N. "L" Street, Lake Worth, FL 33460
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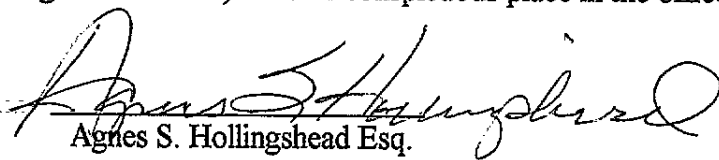
DIRECTORS

Joseph Sartorio	327 N. "L" Street, Lake Worth, FL 33460
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ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours: to post my name and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

DATED: 3.25.99


Agnes S. Hollingshead Esq.