P99000035815

Peter Makris
2110 Drew Street
Clearwater, Fl 33765

4/15/99

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-04/19/99--01030--006
*****70.00 *****70.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, Fl 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very truly Yours,

Peter Makris

FILED
99 APR 19 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 2 0 1999

ARTICLES OF INCORPORATION

OF

J.R. GULF HOLDINGS, INC.

The undersigned incorporator, 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 shall be:

J.R. GULF HOLDINGS, INC.

The principal place of business of this corporation shall be: 1401 GULF BLVD., INDIAN ROCKS BEACH, FLORIDA 33785. The mailing address of this corporation shall be 1401 GULF BLVD., INDIAN ROCKS BEACH, FLORIDA 33785

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of 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 that this corporation is authorized to have outstanding at any one time is 10, 000 shares of common stock have $1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have two directors and two officers, initially. The name and street address of the initial directors and officers who shall hold office for the first year of the corporation's existence, or until their successor is elected or appointed is:

John Gianfilippo *President*	*1401 Gulf Blvd.* *Indian Rocks Beach, FL 33785*
Mary Artley *Secretary/Treasurer*	*2192 Belmar Drive* *Bellaire Bluffs, FL 33770*

ARTICLE VI. INCORPORATOR

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

John Gianfilippo
1401 Gulf Blvd.
Indian Rocks Beach, Florida 33785

IN WITNESS WHEREOF, the under signed incorporator has executed these Articles of Incorporation this __9+__ day of __APRIL.__ 1999.

Signature of Incorporator

X ____________________
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this __9__ day of __APRIL__, 1999, by J.R. GULF HOLDINGS, INC., 1401 GULF BLVD., INDIAN ROCKS BEACH, FLORIDA 33785.

FL. DL. G514-460-59-048-0 *Notary Public*
Exp 02-08-01

Dori A. Lindsley

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
~~Dori A.~~ Lindsley
Commission # CC 821541
Expires Apr. 15, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

FILED
99 APR 19 AM 11: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. *The name of the corporation is:*

   J.R. GULF HOLDINGS, INC.

2. *The name and address of the registered agent and office is:*

   Name: JOHN GIANFILIPPO

   Address: 1401 GULF BLVD.

   City: INDIAN ROCKS BEACH State: FLORIDA Zip: 33785

SIGNATURE ____________________
(Corporate Officer)

TITLE: PRESIDENT

DATE: 4/9/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUES.

SIGNATURE ____________________

DATE: 4/9/99