

LAW OFFICES
DUNCAN & TARDIF, P. A.
FOXWORTHY PROFESSIONAL BUILDING
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GORDON R. DUNCAN
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P99000045408

May 17, 1999

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

700002879627--7
-05/19/99--01024--024
1330.00 **70.00

Re:

Our File No. JBL DEVELOPMENT, LTD
JROSR, INC.
Our File #099.0005

Gentlemen: --

Enclosed is our check in the amount of \$1,330.00 as recording costs for the enclosed Articles of Incorporation and Limited Partnership Agreement. Please file these documents and send notification of such recording to my attention. If you have any questions or problems, please feel free to call me. Thank you for your cooperation.

Sincerely,


Darlene M. Spinella
Legal Assistant

/dms

Enc.

FILED
99 MAY 19 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
5-17-99

ajc 5/19

ARTICLES OF INCORPORATION

OF

JROSR, INC.

FILED
99 MAY 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name: The name of the corporation is: JROSR, Inc.

ARTICLE II

Duration: The duration of the corporation is perpetual.

ARTICLE III

Purpose: The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Capital Stock: The aggregate number of shares which the corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

EFFECTIVE DATE

5-17-99

Initial Principal Office and Registered Agent: The street address of the initial Principal Office of the corporation is 435 Dockside Drive, Unit 1002, Naples, FL 34110-3607. The name and address of the initial Registered Agent is James R. Owens, Sr., 435 Dockside Drive, Unit 1002, Naples, FL 34110-3607.

ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By Laws but shall never be less than one. The names and addresses of the initial Directors of the corporation are as follows:

James R. Owens, Sr.
435 Dockside Drive
Unit 1002
Naples, FL 34110-3607

ARTICLE VII

Incorporators: The name and address of each Incorporator is as follows:

James R. Owens, Sr.
435 Dockside Drive
Unit 1002
Naples, FL 34110


ARTICLE VIII

Commencement of Corporate Existence: In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Article of Incorporation.

ARTICLE IX

Amendment: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation on this 17th day of May, 1999.

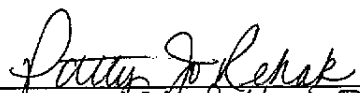

James R. Owens, Sr.

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME personally appeared James R. Owens, Sr., to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of May, 1999.


Notary Public Patty Jo Rehak

My commission expires:

(NOTARY'S SEAL)

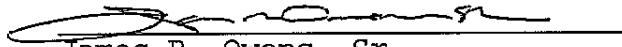


ACCEPTANCE OF REGISTERED AGENT

The undersigned, James R. Owens, Sr. hereby accepts appointment as Registered Agent for JROSR, INC. a Florida Corporation.

The undersigned is familiar with and accepts the obligations of the position of Registered Agent as set forth in Chapter 607, Florida Statutes.

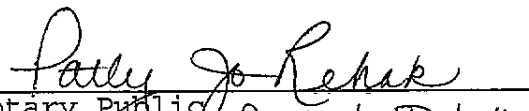
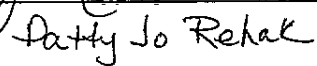
IN WITNESS WHEREOF, the undersigned, has signed this Acceptance of Registered Agent on this 17th day of May, 1999.


James R. Owens, Sr.

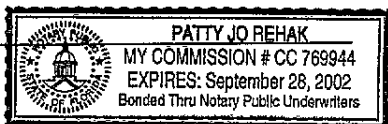
STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME personally appeared James R. Owens, Sr., to me well known and known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of May, 1999.


Notary Public 

My commission expires:



(NOTARY'S SEAL)

FILED
99 MAY 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA