



THE UNITED STATES
CORPORATION
COMPANY

P99000045830

ACCOUNT NO. : 072100000032

REFERENCE : 243976 11051A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 78.75

ORDER DATE : May 18, 1999

ORDER TIME : 10:04 AM

EFFECTIVE DATE

ORDER NO. : 243976-005 5-12-99

~~700002870707~~

CUSTOMER NO: 11051A

CUSTOMER: Seth E. Ellis, Esq
HUNT COOK RIGGS MEHR & MILLER,
HUNT COOK RIGGS MEHR & MILLER,
Suite 401
2200 Corporate Boulevard N.w.
Boca Raton, FL 33431

400002880854--7

RECEIVED

99 MAY 18 AM 11:26

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: JANWILL, INC.

*****FILE FIRST*****

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
99 MAY 18 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11051A

5/20/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 18, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: JANWILL, INC.
Ref. Number: W99000011633

RESUBMIT

Please give original
submission date as file date.

We have received your document for JANWILL, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

PLEASE NOTE: THE NAME OF THE REGISTERED AGENT IS SPELLED INCORRECT IN ARTICLE V.

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) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 599A00027529

RECEIVED
99 MAY 20 AM 8:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JANWILL, INC.

EFFECTIVE DATE
5-12-99

ARTICLE I
Name

The name of the corporation is JANWILL, INC.

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99 MAY 18 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 12 day of May, 1999.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue TWO HUNDRED (200) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: c/o HUNT, COOK, RIGGS, MEHR & MILLER, P.A., 2200 Corporate Boulevard, NW, Suite 401, Boca Raton, Florida 33431, and the name and address of the initial registered agent of this corporation is: HCRM Corp., 2200 Corporate Boulevard, NW, Suite 401, Boca Raton, Florida 33431.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have TWO (2) director(s). The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than ONE (1). The

name and address of the initial director(s) of this corporation are: Herman Green, 16870 Silver Oak Circle, Delray Beach, Florida 33445 and Arona Green 16870 Silver Oak Circle, Delray Beach, Florida 33445.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Lawrence J. Miller, Esq., 2200 Corporate Boulevard, NW, Suite 401, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 12 day of may, 1999.

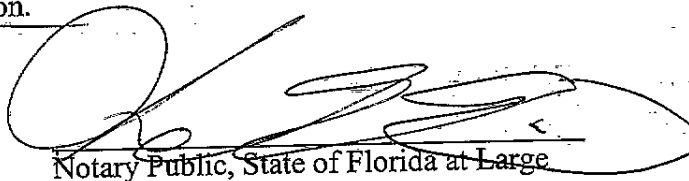

LAWRENCE J. MILLER, Incorporator

STATE OF FLORIDA:)

COUNTY OF PALM BEACH:)

SS:

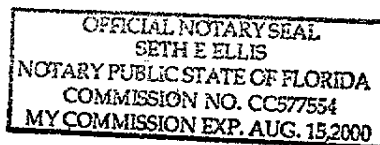
The foregoing instrument was acknowledged before me this 12 day of may, 1999, by LAWRENCE J. MILLER, ESQ., who is personally known to me or who has produced _____ as identification.


Notary Public, State of Florida at Large

SETH E. ELLIS

Type/Print/or Stamp Name of Notary

My Commission Expires:



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

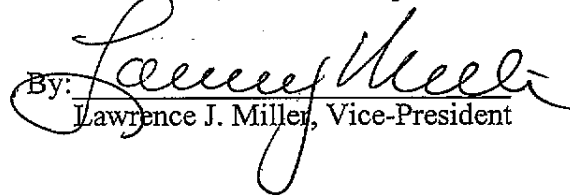
JANWILL, INC.

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

First--that **JANWILL, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: c/o Hunt, Cook, Riggs, Mehr & Miller, 2200 Corporate Boulevard, NW, Suite 401, Boca Raton, Florida 33431, has named HCRM Corp. located at 2200 Corporate Boulevard, NW, Suite 401, Boca Raton, Florida 33431, as its agent to accept service of process within this state.

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 provision of said Act relative to keeping open said office.

HCRM CORP., a Florida corporation

By: 
Lawrence J. Miller, Vice-President

F:\WPDATA\LJM\Green4\FLA-FLP\Articles of Incorporation

FILED
99 MAY 18 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA