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FILED
99 AUG -4 AM 7:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 30, 1999

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

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-08/04/99-01047-016
*****78.75 *****78.75

Re: JAM BROS., INC.

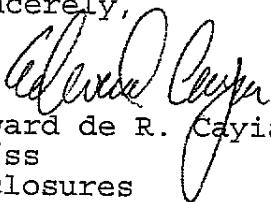
Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check #4351 in the amount of \$122.50 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.
EC/ss
Enclosures

D. BROWN AUG 1 1 1999

ARTICLES OF INCORPORATION

OF

JAM BROS., INC.

ARTICLE I. NAME

The name of the corporation shall be JAM BROS., INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to engage in all lawful business activities authorized under the laws of the State of Florida, and to do any and all acts necessary to the fulfillment of such endeavors.

ARTICLE IV. STOCK

This corporation is authorized to issue 500 shares of \$1.00 value stock.

ARTICLE V. INITIAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is: 809 S.W. General Patton Terrace, Port St. Lucie, FL 34953. The name of the initial registered agent of this corporation is Raymond C. Scarbrough, Jr., at 5085-101 Harmony Circle, Vero Beach, FL 32967.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased from time to time according to the ByLaws. The name and address of the initial Directors of the corporation are Emmett J. Leopardi, Raymond C. Scarbrough, Jr., and Raymond C. Scarbrough, III, at 809 S.W. General Patton Terrace, Port St. Lucie, FL 34953.

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows: Raymond C. Scarbrough, Jr., at 809 S.W. General Patton Terrace, Port St. Lucie, FL 34953.

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ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X. CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting.

ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

Sixty seven percent (67%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of sixty seven percent (67%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE XIII. DIRECTOR'S TERMS

The shareholders of this corporation shall be entitled to remove any Director from office during his term.

ARTICLE XIV. DIRECTOR QUORUM AND VOTING

Two (2) Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of

the Directors present shall be the act of the Board of Directors.

ARTICLE XV. MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

ARTICLE XVI. ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVII. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law, provided said officer or Director was acting in the reasonable best interests of the corporation.

ARTICLE XVIII. AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


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

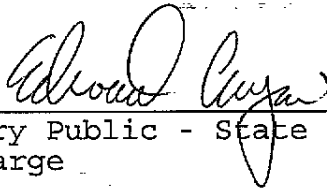


RAYMOND C. SCARBROUGH, JR., Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this 30 day of July, 1999 by RAYMOND C. SCARBROUGH, JR., personally known to me, or who identified himself by FL.D.C. 566-783-55-423-0, who did not take an oath.

 Edward Cayla
My Commission CC670645
Expires August 10, 2001

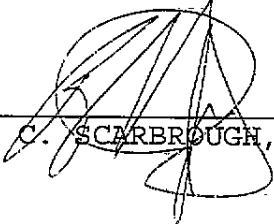


Notary Public - State of Florida
at Large

My Commission Expires:

The undersigned, having been named as Registered Agent to accept Service

of Process for JAM BROS., INC.; at 5085-101 Harmony Circle, Vero Beach, FL 32967, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.


RAYMOND C. SCARBROUGH, JR., Reg. Agent

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