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Wallace J.D. Weylie
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ATTORNEY • AT LAW

350 GULF BLVD.
INDIAN ROCKS BEACH, FL 33785
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December 1, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700003061667-9.11
-12/06/99-01096-006
****122.50 *****78.75

RE: Incorporation - J & J REAL ESTATE INVESTMENTS, INC.

Dear Registrar:

Enclosed in duplicate are Articles of Incorporation regarding the above-named company. A preliminary search for the name indicated that there is no problem with using this name.

Also enclosed is a check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to Wallace J.D. Weylie.

Thank you for your assistance.

Sincerely,

Ada Tamburini

Ada Tamburini,
Legal Assistant

FILED
99 DEC -6 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. VARNADORE DEC 08 1999

ARTICLES OF INCORPORATION

OF

J & J REAL ESTATE INVESTMENTS, 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 & J REAL ESTATE INVESTMENTS, INC.

The principal place of business of this corporation shall be:

100 Oakmont Lane, #608
Belleair, Florida 33756

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100,000 shares at \$1.00 each

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

Jan Rostkowski
100 Oakmont Lane, #608
Belleair, Florida 33756

ARTICLES VI - INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

Jan Rostkowski
100 Oakmont Lane, #608
Belleair, Florida 33756

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 1st day of December, 1999.

Signature of Incorporator:

Rostkowski

Jan Rostkowski

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this

1st day of December, 1999 by Jan Rostkowski of

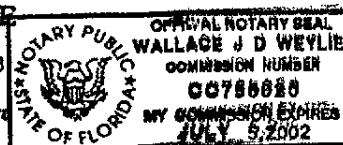
J & J REAL ESTATE INVESTMENTS, INC., who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Wallace J. D. Weylie
Notary Public

Commission No.:

Commission Expires:

WALLACE J. D. WEYLIE
Notary Public, State of Florida
My Comm. Expires Apr. 24, 1998
No. CC 359755
Bonded Thru Official Notary Service



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
REGISTERED OFFICE**

Pursuant to the provisions 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 and registered agent, in the State of Florida.

1. The name of the corporation is: J & J REAL ESTATE INVESTMENTS, INC.
2. The name and address of the registered agent and office is:

Wallace J.D. Weylie
350 Gulf Blvd.,
Indian Rocks Beach, FL 33785

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signature: *Rostkowski*
Title: *Secretary*
Date: *12/01/99*

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 statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature *Wallace J.D. Weylie*
Wallace J.D. Weylie

Date *12/01/99*