

TRANSMITTAL LETTER
P9500000207

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

700001366077
-01/03/95--01/03/95-006
*****70.00 *****70.00

SUBJECT: GATES UNLIMITED, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 \$78.75 \$122.50 \$131.25

FROM: GATES UNLIMITED, INC.
Name (printed or typed) BY CAROL J. GATES

757 HIGHWAY 98 EAST #14
Address

DESTIN, FL. 32541
City, State & Zip

904-654-5774
Daytime Telephone number

94 DEC 30 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE

JAN - 2 1995

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF GATES UNLIMITED, INC.**

FILED
94 DEC 30 PM 1:35
SECRETARY OF STATE
TALLHASSEE, FLORIDA

EFFECTIVE DATE

JAN - 2 1995

ARTICLE I - NAME

The name of this corporation is Gates Unlimited, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on January 2, 1995.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the state of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 50,000 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of this corporation is: Carol J. Gates
757 Highway 98 East #14
Destin, FL 32541

ARTICLE VII - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 757 Highway 98 East #14
Destin, FL 32541

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:
Carol J. Gates
757 Highway 98 East #14
Destin, FL 32541

ARTICLE IX - BY-LAWS

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

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the law.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation, then to the corporation. The price and terms of which and the time within such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIII - TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS THEREOF, the undersigned subscribers have executed these Articles of Incorporation, this December 29, 1974.

Carol J. Gates

Carol J. Gates, Incorporator,
Secretary and Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Carol J. Gates, am familiar with and accept the duties and responsibilities as registered agent for Gates Unlimited, Inc.

Carol J. Gates
Carol J. Gates, Registered Agent

State of Florida
County of Okaloosa

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Carol J. Gates, who used a Florida Drivers License as identification and is known by me to be the person who executed the foregoing Articles of Incorporation. She acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and seal in the State and County aforesaid this December 29, 1994.

Michele M. Jensen
Notary Public Michele N. Jensen
State of Florida at large

My Commission Expires 9/1/95
My Commission Number CC134358