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GLENN ANDERSON
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(941) 299-7348

Division Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Attention: DOMESTIC CORPORATION SECTION
Re: GERRY WALKER, INC.

700002492367--7
-04/17/98-01067-017
****122.50 ****122.50

Dear Sir:

Enclosed you will find an original and a copy of the Articles of Incorporation of the caption entity. Please certify the copy and return it to this office.

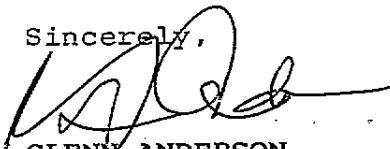
Also enclosed you will find my check in the amount of \$122.50 to cover the following items of costs concerning this transaction:

Filing Fees:	\$ 35.00
Certified copy of	
Articles of Incorporation	52.50
Certificate of Registered Agent	35.00
TOTAL	<u>\$122.50</u>

Please note that we have designated the Registered Agent in the Articles of Incorporation.

Thank you for your continued courtesy and cooperation in this matter.

Sincerely,



GLENN ANDERSON
Counselor at Law

GA:maj
encl.

FILED
98 APR 17 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 20 1998

ARTICLES OF INCORPORATION

OF

GERRY WALKER, INC.

98 APR 17 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I - NAME

The name of this corporation is Gerry Walker, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually. Corporate existence shall commence with the filing of these articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is 1020 Tower Blvd., Lake Wales, FL 33853 and the initial registered agent of this corporation at that address is Gerry Walker

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office is 1020 Tower Blvd., Lake Wales, FL 33853 and the mailing address of the principal office is 1020 Tower Blvd., Lake Wales, FL 33853

ARTICLE VII - INITIAL BOARD OF DIRECTOR

This corporation shall have one directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial directors of this corporation are:
Gerry Walker, 1020 Tower Blvd., Lake Wales, FL 33853

ARTICLE VIII - INCORPORATORS

The names of the persons signing these articles are as follows and the addresses of such persons are as stated in Article VI above:

Gerry Walker, 1020 Tower Blvd., Lake Wales, FL 33853

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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 shareholders of this corporation.


ARTICLE X - INDEMNIFICATION

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

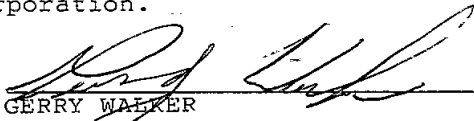
ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation on April 14, 1998.


GERRY WALKER

The undersigned hereby accepts the duty of registered agent for the above named corporation and is familiar with and accepts the duties and responsibilities as such registered agent for said corporation.


GERRY WALKER

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this
14th day of April, 1998, by GERRY WALKER.

MARIE A. JONES
Notary Public, State of Florida
My comm. expires Dec. 11, 1999
Comm. No. **CG 515179**

Marie A Jones
Notary Public/State of Florida
My Commission Expires:

Personally known _____ OR Produced Identification

Type of Identification Produced Florida's Driver's License

FILED
98 APR 17 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA