

Kupfer, Kupfer & Skolnick, P.A.

Attorneys at Law
1700 University Drive ♦ Suite 110
Coral Springs, Florida 33071

Lawrence M. Kupfer
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Telephone: (954) 755-3600
Telefax: (954) 755-4062

January 5, 2000

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: GGC, Inc., an Illinois Corporation

Dear Sir/Madam:

Enclosed herein please find an original and copy of Application by Foreign Corporation for Authorization to Transact Business in Florida, together with the original Certificate from the Office of the Secretary of State, State of Illinois. Please file the Application and provide us with a Certificate of Good Standing. Our firm's check in the amount of \$78.75, payable to the Secretary of State, is enclosed, representing the filing fee of \$70.00 for the Application and fee of \$8.75 for a Certificate of Good Standing.

It is important that the Application be filed and we receive the Certificate of Good Standing as soon as possible. Accordingly, a self-addressed, pre-paid Federal Express envelope is enclosed for your convenience in mailing us the Certificate of Good Standing.

Thank you for your assistance and cooperation in this matter.

Very truly yours,

KUPFER, KUPFER & SKOLNICK, P.A.

PAUL H. KUPFER

PHK:vg
Enclosures: As stated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 11, 2000

PAUL H. KUPFER
KUPFER, KUPFER & SKOLNICK, P.A.
1700 UNIVERSITY DRIVE, SUITE 110
CORAL SPRINGS, FL 33071

SUBJECT: GGC, INC.
Ref. Number: W00000000828

We have received your document for GGC, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Please return 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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 500A00001379

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TALLAHASSEE, FLORIDA

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Lawrence M. Kupfer
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Telephone: (954) 755-3600
Telefax: (954) 755-4062

January 20, 2000

Sent Via Federal Express

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: GGC, Inc., an Illinois Corporation

Dear Sir/Madam:

Enclosed herein please find copy of your letter to us dated January 11, 2000.

Also enclosed is the original Application by Foreign Corporation for Authorization to Transact Business in Florida, and the original Certificate from the Office of the Secretary of State, State of Illinois. Further enclosed is the Corporate Resolution whereby GGC, Inc. adopts the name of GGC, Inc. of Illinois in order to transact business in the State of Florida.

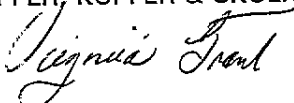
Please file the Application and provide us with a Certificate of Good Standing. We previously provided you with our check for \$78.87, representing the filing fee of \$70.00 for the Application and fee of \$8.75 for a Certificate of Good Standing.

It is important that the Application be filed and we receive the Certificate of Good Standing as soon as possible. Accordingly, a self-addressed, pre-paid Federal Express envelope is enclosed for your convenience in mailing us the Certificate of Good Standing.

Thank you for your assistance and cooperation in this matter.

Very truly yours,

KUPFER, KUPFER & SKOLNICK, P.A.


Virginia Grant
Legal Assistant

PHK:vg
Enclosures: As stated

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TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Nicholas S. Gaglione, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
GGC, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Illinois,

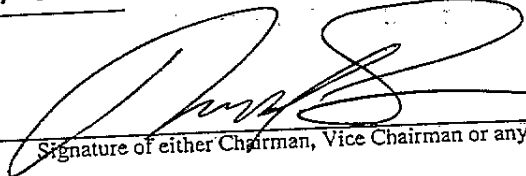
was duly adopted on January 20, 19 2000.

Be it resolved, that GGC, INC.
(Corporate Name)

organized and existing in the State of Illinois, hereby adopts the name

GGC, INC. OF ILLINOIS for use in Florida.

Dated: Jan. 20, 2000


Signature of either Chairman, Vice Chairman or any officer

Nicholas S. Gaglione
Type or print name

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. GGC, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Illinois
(State or country under the law of which it is incorporated)

3. 36-3053207
(FEI number, if applicable)

4. December 3, 1979
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. November 8, 1999
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1985 N.W. 18th Street
Pompano Beach, Florida 33069
(Current mailing address)

8. General Contractor
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Paul H. Kupfer

Office Address: 1700 University Dr., #110

Coral Springs, Florida, 33071
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Nicholas S. Gaglione

Address: 2841 N.E. 35th Court

Ft. Lauderdale, FL 33308

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Nicholas S. Gaglione

Address: 2841 N.E. 35th Court

Ft. Lauderdale, FL 33308

Vice President: _____

Address: _____

Secretary: Teresa L. Gaglione

Address: 2841 N.E. 35th Court

Ft. Lauderdale, FL 33308

Treasurer: _____

Address: _____

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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NOTE: If necessary, you may attach an addendum to the application listing additional office and/or directors.

13.

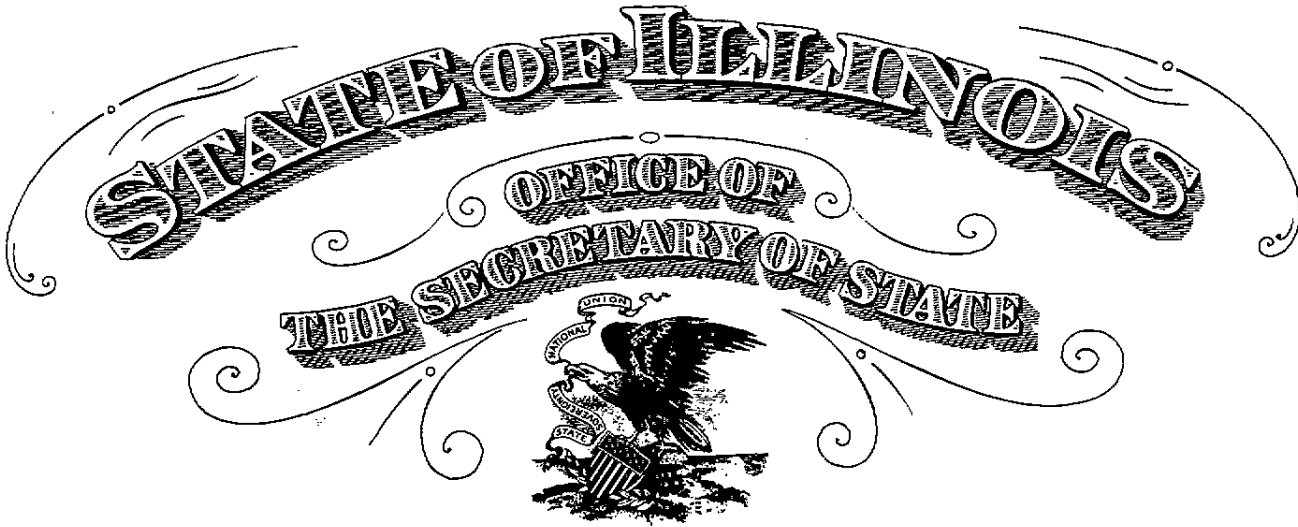

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Nicholas S. Gaglione

(Typed or printed name and capacity of person signing application)

File Number 5191-959-9



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

GGC, INC., A DOMESTIC CORPORATION,
INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 3, 1979,
APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS
CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL
REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN
GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS***



*In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this* 3RD
day of JANUARY *A.D.* 2000.

Jesse White

SECRETARY OF STATE