

Chart Number Only

APR 18 - 2000

James E. Tice

Requestor's Name

16220 SW 280 St.

Address

Homesstead, FL 33031

City State ZIP Phone

305 247 - 3700

VALIDATION ONLY

CORPORATION(S) NAME

700003214237--7
-04/19/00--01022--006
*****70.00 *****70.00

Grimsley International, Inc.



Empire Toll Free: 1-800-432-3028

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TALLAHASSEE, FLORIDA

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RECEIVED
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DIVISION OF CORPORATIONS
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GRIMSLEY INTERNATIONAL, INC.

FILED
00 APR 19 PM 12:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name of the Corporation is GRIMSLEY INTERNATIONAL, INC.

ARTICLE II - DURATION

The Corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall perpetually exist thereafter until dissolved sooner according to law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - STATED CAPITAL

The Corporation is authorized to issue 1000 shares of
No par value common stock.

Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid in whole or in part, in cash or other property, tangible or intangible

or in labor or in services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V _ BOARD OF DIRECTORS

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

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The Corporation shall have three (3) directors initially. The number of Directors may thereafter be increased or decreased from time to time in accordance with the By - Laws of the Corporation.

The names and street addresses of the initial Directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

<u>NAME</u>	<u>ADDRESS</u>
Barbara Grimsley	1511 NW 12th St Homestead, FL, 33033
Donald Grimsley	1511 NW 12th St Homestead, FL, 33033

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any present or former officer of director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Law adopted by the shareholders if the shareholders provide that such By-Law shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE VIII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
James E. Tice	16220 SW 280th St Homestead, FL

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 16220 SW 280th Street Homestead, Florida and the name of the initial registered agent of the Corporation at that address is James E. Tice

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.034, Florida Statutes, the following is submitted:

First that GRIMSLEY INTERNATIONAL, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1511 NW 12th St Homestead, State of Florida, has named James E. Tice Located 16220 SW 280th St of Homestead State of Florida, as its agent to accept service of process within the state of Florida.

Signature James E Tice
Title Incorporator
DATE April 17, 2000

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.

Signature James E Tice
Resident Agent
Date April 17, 2000

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby execute these Articles of Incorporation this 17th April 2000.

Signature James E Tice
Incorporator

FILED
00 APR 19 PM 12:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA