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LOUIS SCOURTAS & ASSOCIATES

ACCOUNTANTS

24761 U.S. HWY 19 N, SUITE 630

CLEARWATER, FLORIDA 33763

TEL: 727-443-0709

FAX: 727-449-9700

FILED

00 APR 24 PM 3: 06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-03/30/00-01076-001

****122.50 *****78.75

March 25, 2000

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Limited,

Please find enclosed the Articles of Incorporation for Grays, Inc. and our check for \$122.50 covering the filing fees.

Please mail to us the Certified Copy of the Articles of Incorporation and the Certificate of Incorporation to our office for further processing with our client.

If you have any questions, please call me.

Sincerely,


Louis Scourtas

Per 4/24/00 ~~62 89591~~
Per 4/4/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 4, 2000

LOUIS SCOURTAS
24761 US HWY 19 N, SUITE 630
CLEARWATER, FL 33763

SUBJECT: GRAYS, INC.
Ref. Number: W00000008959

We have received your document for GRAYS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 400A00018398

**LOUIS SCOURTAS & ASSOCIATES
ACCOUNTANTS
24761 US HWY 19 N SUITE 630
CLEARWATER, FLORIDA 33763**

**TEL: 727-443-0709
FAX: 727-449-9700**

April 19, 2000

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

Attn: Pamela Hall
Document Specialist

RE:

Please find enclosed your letter dated April 4, 2000 in regards to the Corporation Grays' Inc., which is not allowed.

As per telephone conversation with your office we have changed the name to Grays Limited, Inc. which seems to be all right.

Please process the enclosed articles of incorporation with Grays Limited, Inc. as the company name.

If you have any questions, please call us.

Thank you,



Louis Scourtas
Accountant

Articles Of Incorporation

Of

GRAYS, LIMITED, INC.

FILED

00 APR 24 PM 3: 06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this Corporation is Grays, Limited, Inc.

ARTICLE II. CORPORATE PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation principal office and mailing address is 24761 US Hwy 19 N Suite 630, Clearwater, FL 33763

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

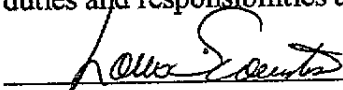
The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock without par value.

ARTICLE V. TERMS OF EXISTENCE

This Corporation shall have perpetual existence commencing upon these articles filed.

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE
AND ACCEPTANCE BY THE REGISTERED AGENT**

The Registered Agent and the street address for the Initial Registered Office of this Corporation in the State of Florida shall be Louis Scourtas at 24761 US Hwy 19 N Suite 630, Clearwater, FL 33763. Directors from time to time may move the Registered Office to any other address in the State of Florida. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation."



ARTICLE VII. BOARD OF DIRECTOR (S)

This Corporation shall have three Directors initially. The number of Directors may be increased or decreased from time to time by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR (S)

The name of the initial directors of this Corporation and their street address is Rodney Gray, Melanie Gray and Louis Scourtas at 24761 US Hwy 19 N Suite 630, Clearwater, FL 33763. The persons named initial directors shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified whichever occurs first.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation, as the Incorporator is Louis Scourtas at 24761 US Hwy 19 N Suite 630, Clearwater, FL 33763.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII. INDEMNIFICATION

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

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 20th day of March, 2000.

Louis Scourtas

Incorporator

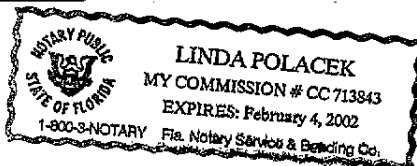
**STATE OF FLORIDA:
COUNTY OF PINELLAS**

BEFORE ME, a Notary Public, personally appeared Louis Scourtas to me known personally to be the person described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the 20th day of March, 2000.

Linda Polacek

Notary Public

My Commission Expires:



FILED
00 APR 24 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA