

*Lawrence John Miano, P.A.*

*Attorney & Counsellor at Law*

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BAR ASSOCIATIONS

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June 7, 2000

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Division of Corporations  
George Firestone Building  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Talkman, Inc.  
Georgis Fence & Concrete Co., Inc.

Dear Sir/Madam:

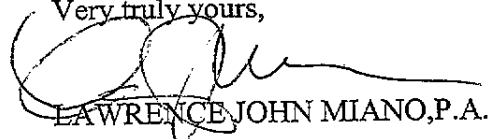
Enclosed please find documentation with regard to the following above two corporations:

1. (2) Original Articles of Incorporation.
2. (2) Original Designation and Acceptance of Registered Agent.
3. Two checks for filing fee for Talkman, Inc., Check No: 001931 and Georgis Fence & Concrete Co., Inc., Check No: 001930
4. One copy each of Articles of Incorporation and Designation of Acceptance of Registered Agent for Talkman, Inc and Georgis Fence & Concrete Co., Inc.

Please file original articles and forward stamped filed copies back to this office in the enclosed self-stamped addressed envelope.

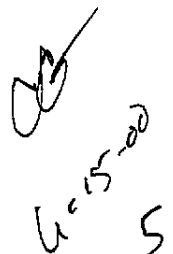
Thank you for your cooperation with regard to this matter.

Very truly yours,

  
LAWRENCE JOHN MIANO, P.A.

LJM:dm  
Encls.

FILED  
JUN - 8 AM 11:53  
TALLAHASSEE, FLORIDA  
DIVISION OF STATE

  
6-15-00  
5

**ARTICLES OF INCORPORATION**  
**OF**  
**GEORGIS FENCE & CONCRETE CO., INC.**

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I**

The name of the corporation is GEORGIS FENCE & CONCRETE CO., INC.

**ARTICLE II**

This corporation may engage in any activity of business permitted under the laws of the United States and of this State.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, each share having the par value of \$1.00 per share.

**ARTICLE IV**

The amount of capital with which this corporation shall begin business is \$500.00.

**ARTICLE V**

This corporation shall have perpetual existence.

**ARTICLE VI**

The initial street address of the principal office of this corporation is: 1600 South Federal Highway, Suite 651, Pompano Beach, Florida 33062.

FILED  
00 JUN -8 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The corporation shall have ONE director initially, whose name and street address are as follows: **GLENN M. GEORGIS, 1600 SOUTH FEDERAL HIGHWAY, SUITE 651, POMPANO BEACH, FLORIDA 33062.**

ARTICLE VIII

The names and street addresses of the subscribers to these Articles of Incorporation are as follows: **GLENN M. GEORGIS, 1600 SOUTH FEDERAL HIGHWAY, SUITE 651, POMPANO BEACH, FLORIDA 33062.**

ARTICLE IX

The name and address of the Registered Agent of this corporation is as follows:

**Lawrence John Miano, P.A.  
1600 South Federal Highway  
Suite 651  
Pompano Beach, Florida 33062**

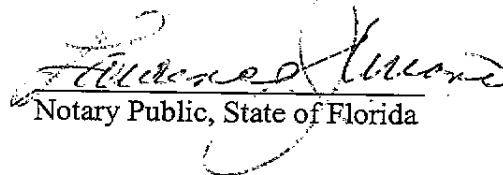
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22nd day of May, 2000.

  
GLENN M. GEORGIS

STATE OF FLORIDA     )  
                                  )  
COUNTY OF BROWARD    )

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set for the above, personally appeared GLENN M. GEORGIS known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and county aforesaid this 22nd day of May, 2000.

  
Notary Public, State of Florida

My Commission Expires:



Lawrence John Miano  
MY COMMISSION # CC714857 EXPIRES  
February 14, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to the provisions of Florida Statute 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida:

The name of the corporation is: **GEORGIS FENCE & CONCRETE CO., INC.**


The name of the Registered Agent is: **LAWRENCE JOHN MIANO, P.A.**

The address of the Registered Agent/registered office is:

**1600 South Federal Highway, Suite 651  
Pompano Beach, Florida 33062**

**ACCEPTANCE**

Having been named as Registered Agent and designated to accept service of process for the above corporation, I hereby accept this appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
LAWRENCE JOHN MIANO, P.A.  
Registered Agent for  
GEORGIS FENCE & CONCRETE  
CO., INC.

**FILED**  
00 JUN -8 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA