POOOOIOCS96 STEWART & STORTER

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October 23, 2000

DIVISION OF CORPORATIONS
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE:

GEC PROPERTIES, INC.,

A FLORIDA CORPORATION

Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is this firm's check in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that corporate existence of the corporation commences October 23, 2000.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,

James C. Stewart, Jr.

cc:

Mr. Glenn E. Caudill

ENCLOSURES AS INDICATED

PILED

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SECRETARY STATE
TALLAHASSEE FLORIDA

W6/X

ARTICLES OF INCORPORATION

OF

GEC PROPERTIES, INC.,

A FLORIDA CORPORATION

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SECRETARY OF STATE

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the *FLORIDA BUSINESS CORPORATION ACT*, adopts the following Articles of Incorporation:

FIRST:

The name of the corporation (the "Corporation") is:

GEC PROPERTIES, INC.,

A FLORIDA CORPORATION

SECOND:

The principal office or mailing address of the Corporation is:

15451 Sweetwater Court Fort Myers, Florida 33912

THIRD: The aggregate number of shares that the Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, the par value of each such share shall be ONE AND NO/100S DOLLARS (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW

Suite 101 11925 Collier Boulevard

Golden Gate, Florida 34116-6543,

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is ONE (1), and the name and address of the person who is to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as

follows:

GLENN E. CAUDILL

15451 Sweetwater Court Fort Myers, Florida 33912

SIXTH:

The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE STEWART & STORTER, ATTORNEYS AT LAW

Suite 101 11925 Collier Boulevard Golden Gate, Florida 34116-6543

SEVENTH: The corporate existence of the Corporation shall commence on OCTOBER 23, 2000.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the *Florida Business Corporation Act*, has executed these Articles of Incorporation, this **23** day of OCTOBER, 2000.

JAMES E. STEWART, JR. Sole Incorporator

I, JAMES C. STEWART, JR., having been designated to act as registered agent,

hereby agree to act in such capacity.

LAVIES STEWART, JR