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A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
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December 4, 2000

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

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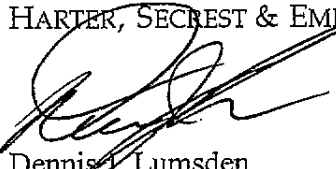
Re: Greylor Dynesco Company

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for the above, along with our check in the amount of \$78.75, to cover the appropriate fees.

When filed, please return the certified copy to the undersigned.

Thank you for your assistance.

Very truly yours,
HARTER, SECREST & EMERY LLP

Dennis J. Lumsden

FILED
00 DEC -6 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

12-12
WCC

**ARTICLES OF INCORPORATION
OF
GREYLOR DYNESCO COMPANY**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes, Section 607.0101 et seq., hereby adopts the following Articles of Incorporation:

ARTICLE I. - NAME

The name of this Corporation is **Greylor Dynesco Company**.

ARTICLE II. - PRINCIPAL OFFICE

The principal office of this Corporation is located at:

2340 Andalusia Blvd.
Cape Coral, Florida 33909

ARTICLE III. - COMMENCEMENT AND DURATION

This Corporation shall commence to exist on January 1, 2001, in accordance with Section 607.0123(2), Florida Statutes, and shall have perpetual existence.

ARTICLE IV. - PURPOSE

The purpose of this Corporation is to engage in any and all lawful business for which corporations may be incorporated.

ARTICLE V. - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) common shares, all of one class, each having a par value of One Dollar (\$1.00) per share.

ARTICLE VI. - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of this Corporation are as follows:

Dennis J. Lumsden
6719 Winkler Road, Suite 121
Ft. Myers, Florida 33919

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DEC - 6 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. - INITIAL BOARD OF DIRECTORS

This Corporation shall initially have two Directors. The number of Directors may be either increased or decreased, from time to time, by or under the Bylaws of the Corporation, but shall never be less than one (1).

The names and addresses of the initial Directors of this Corporation are:

Nancy S. Becher

2340 Andalusia Blvd.
Cape Coral, Florida 33909

James J. Becher

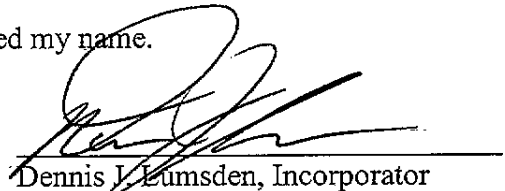
2340 Andalusia Blvd.
Cape Coral, Florida 33909

ARTICLE VIII. - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Dennis J. Lumsden
6719 Winkler Road, Suite 121
Ft. Myers, Florida 33919

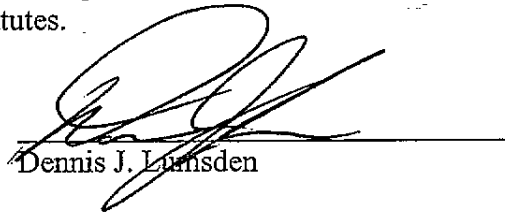
IN WITNESS WHEREOF, I have subscribed my name.



Dennis J. Lumsden, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of Registered Agent. I am familiar with, and accept the obligations of Section 607.0505 Florida Statutes.



Dennis J. Lumsden