

**J. STEVEN GRIBBLE**

ATTORNEY AT LAW  
1700 Tamiami Trail  
Unit G-3  
Port Charlotte, FL 33948

TELEPHONE (941) 629-3997  
FACSIMILE (941) 629-1274

PROBATE  
WILLS

REAL ESTATE  
TRUSTS

PD10000004268

January 3, 2001

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

RE: GULFSIDE HOLDINGS, INC.  
Our File No. 00-156-G

FILED  
01 JAN -8 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

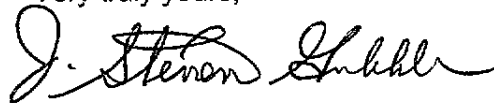
Gentlemen:

500003527325--4  
-01/08/01--01082--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed please find the original and a copy of the Articles of Incorporation and the original Resident Agent form on the above mentioned Corporation. I am enclosing a check in the amount of \$78.75; \$70.00 for the filing of the Articles of Incorporation and Resident Agent form and \$8.75 for a certified copy of same.

Please return the certified copy of the Articles of Incorporation to this office.

Very truly yours,



J. Steven Gribble

/cdb  
encl.

1-11-01

FILED  
JAN - 8 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GULFSIDE HOLDINGS, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I.**

**NAME**

The name of this corporation shall be GULFSIDE HOLDINGS, INC.

**ARTICLE II.**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the State of Florida, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

**ARTICLE III.**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property, or services. The Board of Directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

**ARTICLE IV.**

**INITIAL CAPITAL**

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

**ARTICLE V.**

**BEGINNING DATE**

The beginning date of this corporation shall be when these Articles are filed.

ARTICLE VI.

ADDRESS

The initial mailing address of the principal office of this corporation is: 2828 South McCall Road-32, #18, Englewood, FL 34224. The directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have Three directors, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than Three.

ARTICLE VIII.

INITIAL DIRECTORS AND OFFICERS

The names and Post Office addresses of the members of the first Board of Directors and first officers are:

<u>NAME AND ADDRESS</u>	<u>TITLE</u>
ARTHUR JOSEPH	Director and President
DARLENE M. JOSEPH	Director and Vice-President, Secretary and Treasurer
JEREMIAH JOSEPH	Director

ARTICLE IX.

SUBSCRIBERS

The names and addresses of the several subscribers to these Articles of Incorporation, together with the number of shares of stock each agrees to take, and the value of the consideration thereof, are:

<u>NAME AND ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>AMOUNT</u>
ARTHUR JOSEPH, DARLENE M. JOSEPH and JEREMIAH JOSEPH as Joint Tenants with Right of Survivorship	500	\$500.00

ARTICLE X.

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent of the corporation shall be ARTHUR JOSEPH and Registered Office shall be 2828 South McCall Road-32, #18, Englewood, FL 34224.

ARTICLE XI.

PREEMPTIVE RIGHTS TO NEW STOCK ISSUE

The corporation shall have the power to grant to the stockholder of record at the

time of the issuance of any additional stock beyond the originally authorized maximum number of shares of common stock previously provided for, full preemptive rights to the issuance of all new stock, in that such new stock shall be first offered to such registered stockholders for sale at the "stated" or "fixed" value thereof as determined by the Board of Directors, before said stock shall be offered for sale to persons other than said stockholders. The terms and other details of such offer including the time of this acceptance and the manner of payment shall be determined by the Board of Directors.

No stockholder of this corporation, however, shall be entitled to a right to purchase or subscribe for any part of the unissued portion of the heretofore authorized maximum number of shares; nor to such new shares as are issued for the express purpose of requiring thereof, and in exchange for, additional property and assets for and by this corporation; nor to such new shares as are issued in furtherance and in completion of any merger or consolidation of this corporation with one or more corporations.

#### ARTICLE XII.

##### AMENDMENT

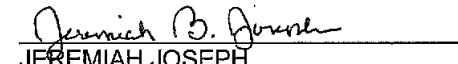
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority vote of the stockholders entitled to vote thereon.

WE, THE UNDERSIGNED, being all of the original subscribers of the capital stock herein mentioned, and for the purpose of becoming a corporation for the transaction of business under the provisions of the laws of Florida, do make, sign, acknowledge and file in the office of the Secretary of State this Certificate of Incorporation.

WITNESS our respective hands and seals this 29th day of December, 2000.

  
ARTHUR JOSEPH

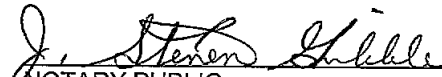
  
DARLENE M. JOSEPH

  
JEREMIAH JOSEPH

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF CHARLOTTE )

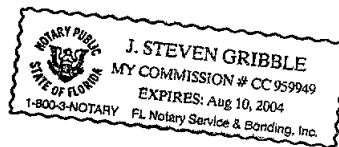
The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of  
December, 2000, by ARTHUR JOSEPH, DARLENE M. JOSEPH AND JEREMIAH  
JOSEPH who are personally known to me and who did not take an oath.

My Commission Expires:

  
NOTARY PUBLIC

J. STEVEN GRIBBLE  
PRINT NAME

# CC 959949  
SERIAL NUMBER



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST – THAT GULFSIDE HOLDINGS, INC. DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT CITY OF PORT CHARLOTTE, STATE OF  
FLORIDA, HAS ARTHUR JOSEPH AT 1811 ENGLEWOOD RD., SUITE 268,  
ENGLEWOOD, FL 34223, AS ITS AGENT TO ACCEPT SERVICE OR  
PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

Director and President

DATE

December 29, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATE 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

(Resident Agent)

DATE

December 29, 2000

01 JAN - 8 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED