

P010000037757



ACCOUNT NO. : 072100000032

REFERENCE : 115161 120053A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
2001 APR 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : April 13, 2001

ORDER TIME : 10:32 AM

ORDER NO. : 115161-005

CUSTOMER NO: 120053A

CUSTOMER: David H. Jacoby, Esq
David H. Jacoby, Esq

The Exchange - Suite 100
1581 Robert J. Conlan Blvd., ne
Palm Bay, FL 32905

400004008454--9
-04/13/01--01039--020
*****70.00 *****70.00

DOMESTIC FILING

NAME: GERALD GENNA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 APR 13 AM 11:33
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

CP
4/13/01

FILED

ARTICLES OF INCORPORATION

2001 APR 13 PM 1:19

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

GERALD GENNA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation in accordance with the laws of the State of Florida.

ARTICLE I.- NAME

The name of this corporation is GERALD GENNA, INC.

ARTICLE II.-NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Two Hundred (200) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Two Hundred (\$200.00) Dollars.

ARTICLE V.-TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI.-ADDRESS

The initial address of the principal office of this corporation is: 860 Emerson Dr., Palm Bay, Florida 32907.

ARTICLE VII.- REGISTERED AGENT

The initial registered agent of this corporation is David H. Jacoby, and the initial registered office is 1581 Robert J. Conlan Blvd. N.E., Suite 100, Palm Bay, Florida 32905.

ARTICLE VIII.- DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by Stockholders and shall never be less than one (1).

ARTICLE IX.- 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 the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by at least a Fifty-One (51%) Percent vote of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to reservation.

ARTICLE X.- LIMITATIONS ON CORPORATE STOCK

The Shareholders of this corporation shall have the power to include in the By-Laws adopted by Fifty-One (51%) Percent of the Shareholders of this corporation any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its Shareholders, or the operation of this corporation,

or in the event of the death of any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XI.- VOTING TRUSTS

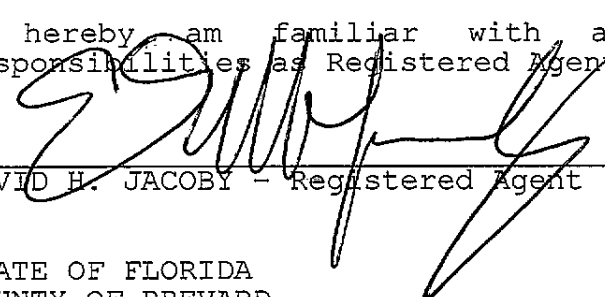
No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of his shares.

IN WITNESS WHEREOF, the subscriber hereto has executed these Articles of Incorporation, this 12 day of April, 2001.


GERALD GENNA - Incorporator

Acceptance by registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation

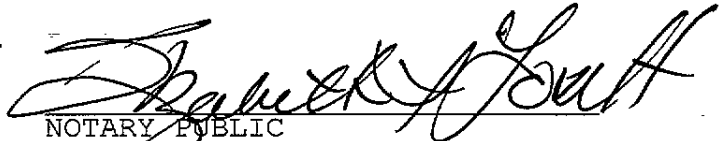

DAVID H. JACOBY - Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

FILED
2001 APR 13 PM 1:19
CLERK OF STATE
TALLAHASSEE FLORIDA

I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared GERALD GENNA and DAVID H.

JACOBY, to me known to be the persons described as the Incorporator and Registered Agent, respectively, in and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to these Articles of Incorporation in their respective capacities.



NOTARY PUBLIC

My commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
ELIZABETH F. LOVITT
COMMISSION # CC757575
EXPIRES 7/8/2002
BONDED THRU ASA 1-888-NOTARY1