

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
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From:

Account Name : CORPORATION SERVICE COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

A. J. GRACE, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$70.00 |

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ARTICLES OF INCORPORATION

OF

A. J. GRACE, INC.

ARTICLE I

NAME

The name of the corporation is A. J. Grace, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office address is 260 S.E. Mizner Boulevard, #606, Boca Raton, Florida 33432. The corporation's mailing address is 260 S.E. Mizner Boulevard, #606, Boca Raton, Florida 33432

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing these Articles of Incorporation with the Department of State, Division of Corporations.

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ARTICLE IV

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is One Thousand (1000) shares of Common Stock of a par value of \$0.01 per share.

Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Jhan T. Lennon.
The street address of the initial registered office of the corporation in the State of
Florida is 260 S.E. Mizner Boulevard, #606, Boca Raton, Florida 33432.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may
be increased or decreased from time to time in the manner provided in the bylaws, but
shall never be less than one.

The names and addresses of the initial members of the Board of Directors are as
follows:

Jhan T. Lennon

260 S.E. Mizner Boulevard, #606, Boca Raton,
Florida 33432

ARTICLE VIII

INCORPORATOR

The name and address of the sole incorporator to these Articles of Incorporation
is Jhan T. Lennon, 260 S.E. Mizner Boulevard, #606, Boca Raton, Florida 33432.

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ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ____th day of April, 2001.

SOLE INCORPORATOR

By: 
Jhan T. Lennon

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CERTIFICATE OF REGISTERED AGENT**OF****A. J. GRACE, Inc.**

That A. J. Grace, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Boca Raton, County of Palm Beach, State of Florida, has named Jhan T. Lennon, residing at 260 S.E. Mizner Boulevard, #606, City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with all statutes relating to the proper and complete performance of all required duties, and is familiar with and accepts the obligations of the position as registered agent under Section 607.0505, Florida Statutes.

Dated this ____th day of April, 2001.

By: JTL

Jhan T. Lennon

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TALLAHASSEE, FLORIDA

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