

PO1000047466

April 19, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **GRYPHON MANAGEMENT INC.**

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$87.50.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



BRIAN DOMINICK PAONESSA
P.O. BOX 19537
WEST PALM BEACH, FL 33416

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-05/01/01-01008-012
*****87.50 *****87.50

T. Burch MAY 11 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 2, 2001

BRIAN DOMINICK PAONESSA
P.O. BOX 19537
WEST PALM BEACH, FL 33416

SUBJECT: GRYPHON MANAGEMENT INC.
Ref. Number: W01000009899

We have received your document for GRYPHON MANAGEMENT INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 801A00025985

ARTICLES OF INCORPORATION
Of

GRYPHON MANAGEMENT INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

GRYPHON MANAGEMENT INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

GEORGE HOFFMAN, ESQUIRE
1607 16TH TERRACE
PALM BEACH GARDENS, FL 33418

The principal office or mailing address of the corporation is:

**GRYPHON MANAGEMENT INC.
C/O BRIAN PAONESSA
PO BOX 19537
WEST PALM BEACH, FL 33416**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director of the corporation are as follows:

**BRIAN D PAONESSA DIRECTOR / PRESIDENT
P.O. BOX 19537
WEST PALM BEACH, FL 33416**

ARTICLE VII - INCORPORATORS

**BRIAN D PAONESSA
P.O. BOX 19537
WEST PALM BEACH, FL 33416**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation
this 19th day of April, 2001



BRIAN D. PAONESSA

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

GRYPHON MANAGEMENT INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation
at

**1607 16TH TERRACE
PALM BEACH GARDENS, FL 33418**

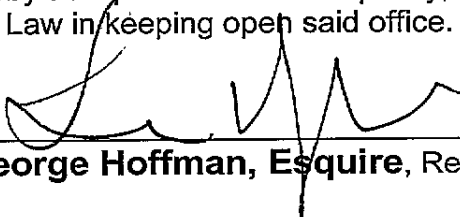
has named

**GEORGE HOFFMAN, ESQUIRE
1607 16TH TERRACE
PALM BEACH GARDENS, FL 33418**

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


A handwritten signature in black ink, appearing to read 'George Hoffman', is written over a horizontal line.

George Hoffman, Esquire, Registered Agent