

MARVIN W. BINGHAM, JR., P.A.

Attorney at Law

386-462-5120

June 25, 2001

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

100004446311--4  
-06/26/01--01087--003  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

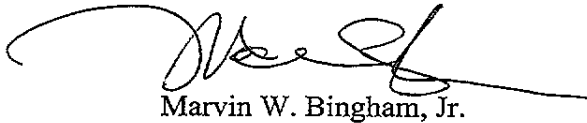
**SUBJECT:** Gainesville Underground, Inc.  
Our File No. 01-176

Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.50 for the filing fee, certificate and certified copy of the articles. If you have questions please do not hesitate to call my office.

Sincerely,

MARVIN W. BINGHAM, JR., P.A.



Marvin W. Bingham, Jr.

MWB/np  
enclosures: Check  
Original and one copy of Articles of Incorporation

FILED  
01 JUN 26 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK JUN 28 2001

14811 NW 140th St. • P.O. Box 1930 • Alachua, FL 32616-1930  
Fax: (386) 462-1996 e-mail: lawyer@atlantic.net

3

**ARTICLES OF INCORPORATION  
OF  
Gainesville Underground Inc.**

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

**ARTICLE I. NAME & ADDRESS**

The name of the corporation shall be: **Gainesville Underground Inc.**

The principal place of business of this corporation will be

4550 N.E. 38<sup>th</sup> Place  
P.O. Box 1490  
High Springs, Florida 32655

**FILED**  
01 JUN 26 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be 4550 N.E.38<sup>th</sup> Place, High Springs, Florida 32643, and the name of the initial Registered Agent of the corporation at that address is **Paul Schmelz**.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. DIRECTOR**

This corporation shall have two directors. The name and street address of the initial Directors are:

Paul Schmelz, 4550 N.E. 38<sup>th</sup> Place, P.O. Box 1490, High Springs, Florida 32655  
Dennis Richardson, 4550 N.E. 38<sup>th</sup> Place, P.O. Box 1490, High Springs, Florida 32655

## ARTICLE VII. GRANT OF PREEMPTIVE RIGHTS

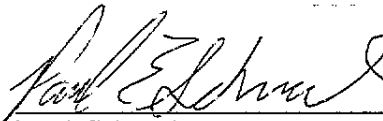

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

## ARTICLE VIII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation are:

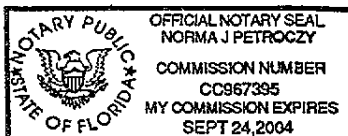
Paul Schmelz, 4550 N.E. 38<sup>th</sup> Place, P.O. Box 1490, High Springs, Florida 32655  
Dennis Richardson, 4550 N.E. 38<sup>th</sup> Place, P.O. Box 1490, High Springs, Florida 32655


IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on the 25 day of June, 2001.

  
Paul Schmelz  
  
Dennis Richardson

STATE OF FLORIDA  
COUNTY OF ALACHUA

SWORN TO AND SUBSCRIBED before me this 25 day of June, 2001, by Paul Schmelz and Dennis Richardson, who are personally known to me or who have produced Fidel H. L. as identification.

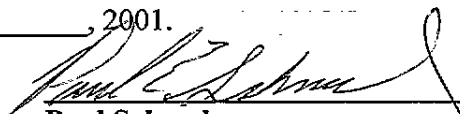


  
NOTARY PUBLIC

## ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as Registered Agent of Gainesville Underground Inc., which is contained in the foregoing Articles of Incorporation.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2001.

  
Paul Schmelz