

P01000066238

TRANSMITTAL LETTER

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

FILED
01 JUL -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Stiletto Gulf & Beach Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
--	---	---	---

ADDITIONAL COPY REQUIRED

FROM: A1A Florida Corporate Services
Name (Printed or typed)
218 Southern Country Lane
Address
Quincy, Florida, 32351
City, State & Zip
850-921-4840
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

200004460582--0
-07/05/01--01087--002
****391.25 ****78.75

DIVISION OF CORPORATION

01 JUL -5 PM 1:32

RECEIVED

J. BRYAN JUL - 5 2001

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
Stiletto Gulf & Beach Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:
1850 S. Lee St.
Buford, GA 30518

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
Any and all lawful purposes

ARTICLE IV SHARES

The number of shares of stock is:
500 Shares of Common Stock
Par Value \$1.00

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

Director #1
John M. Gruca
1850 S. Lee St.
Buford, GA 30518

Director #2 Cynthia M. Gruca
1850 S. Lee St.
Buford, GA 30518

President
John M. Gruca
1850 S. Lee St.
Buford, GA 30518

Secretary
Cynthia M. Gruca
1850 S. Lee St.
Buford, GA 30518

Treasurer
Cynthia M. Gruca
1850 S. Lee St.
Buford, GA 30518

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Larry Sisson
218 Southern Country Lane
Quincy, FL 32351

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

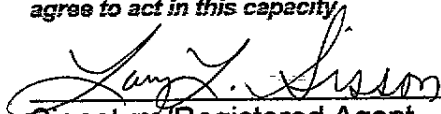
A1A Florida Corporate Services
Larry Sisson
218 Southern Country Lane
Quincy, FL 32351

FILED
01 JUL -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (I) for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

7/5/01
Date


Signature/Incorporator

7/5/01
Date

FILED
01 JUL -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA