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PARALEGALS

August 1, 2001

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Re: **OLD BELVEDERE, INC.**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-captioned corporation together with the executed acceptance of appointment of registered agent and this firm's check in the amount of \$78.75 covering the following fees:

Filing Fee	\$35.00
Certificate of Good Standing	8.75
Registered Agent Designation	35.00
	\$78.75

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-08/06/01--01114--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Please file the original Articles of Incorporation, date and stamp the enclosed copy and return it with a Certificate of Good Standing letter to the undersigned.

Very truly yours,

Avis & Avis, P.A.

Warren E. Avis, Jr.

WEA/mb

Enclosures

W:\MyFiles\2001 Clients\Old Belvedere\Corr.- 080101 Letter to SOS.wpd

T. Burch AUG 9 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**OLD BELVEDERE, INC.**

The undersigned incorporator, DAVID SCOTT GEMPEL, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

OLD BELVEDERE, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2201 ½ BELVEDERE ROAD  
WEST PALM BEACH, FLORIDA 33406

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock the Corporation shall be authorized to create and issue is 1,000 shares of Common Stock having a par value of \$1.00 per share.

**FILED**  
01 AUG -6 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is:

DAVID SCOTT GEMPEL  
6254 B. SEVEN SPRINGS BOULEVARD  
LAKE WORTH, FL 33463

**ARTICLE V**  
**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

DAVID SCOTT GEMPEL  
6254 B. SEVEN SPRINGS BOULEVARD  
LAKE WORTH, FL 33463

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

The names and street addresses of the initial directors who shall hold office the first year of the Corporation's existence or until their successors are elected, are:

DAVID SCOTT GEMPEL  
6254 B. SEVEN SPRINGS BOULEVARD  
LAKE WORTH, FL 33463

NORMAN ALAN GEMPEL  
85 PAYNE STREET  
CRAWFORDVILLE, FL 32327

RONALD CLARK GEMPEL  
85 PAYNE STREET  
CRAWFORDVILLE, FL 32327

ARTICLE VII

NATURE OF BUSINESS

The Corporation may engage in or transact 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.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Palm Beach, Florida, for the uses and purposes aforesaid, on this 3 day of AUGUST, 2001.



DAVID SCOTT GEMPEL, Incorporator

STATE OF FLORIDA                     )  
  )SS.  
COUNTY OF PALM BEACH            )

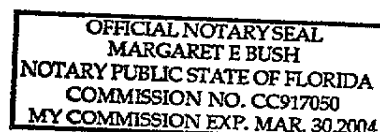
Before me personally appeared DAVID SCOTT GEMPEL, to me well known to be the person described and who produced FLORIDA D/L as identification and did not take an oath and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Palm Beach, Florida, this 3<sup>rd</sup> day of AUGUST, 2001.

  
Notary Public, State of Florida at Large

MARGARET E. BUSH  
Print Name of Acknowledger

My Commission Expires:



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

**OLD BELVEDERE, INC.**


2. The name and address of the registered agent and office is:

**DAVID SCOTT GEMPEL  
6254 B. SEVEN SPRINGS BOULEVARD  
LAKE WORTH, FL 33463**

SIGNATURE

  
David Scott GEMPEL

TITLE

  
PRESIDENT

DATE

8-3-01

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

01 AUG -6 AM 10:23

FILED

HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
DAVID SCOTT GEMPEL

DATE

8-3-01