

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P02000021785

Germano and Associates, Inc.

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-02/15/02--01032--024
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	FILED 02 FEB 26 AM 8:20 TALLAHASSEE, FLORIDA SECRETARY OF STATE
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	RECEIVED 02 FEB 15 AM 11:44 DIVISION OF CORPORATION
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	W02-4599 J. BRYAN FEB 15 2002
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	J. BRYAN FEB 27 2002
<input type="checkbox"/>	Courier	

Signature _____

Requested by: SX

Name _____

Date 2/15/02

Time 11:20

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 15, 2002

CAPITAL CONNECTION, INC.

SUBJECT: GERMANO AND ASSOCIATES, INC.
Ref. Number: W02000004599

We have received your document for GERMANO AND ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name 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) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 302A00009609

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
02 FEB 26 PM 12:26
DIVISION OF CORPORATIONS

GERMANO AND ASSOCIATES, INC.
8280 East Allendale Avenue, Suite 7A
Saddle River, NJ 07458

Louis A. Germano, President

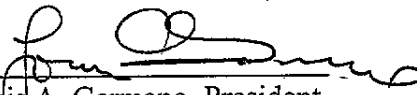
February 19, 2002

FILED
02 FEB 26 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please be advised that I was the President and only director of the above corporation whose Florida Document Number is P00000108942 which was administratively dissolved on September 21, 2001.

I waive all my interests in the above name registered as Germano and Associates, Inc. which was filed on November 22, 2000 and administratively dissolved on September 21, 2001 whose document number is P00000108942.

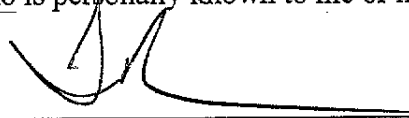
Germano and Associates, Inc.

By 
Louis A. Germano, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was sworn to and subscribed before me this 19 day of February, 2002, by Louis A. Germano, who is personally known to me or has produced a Driver's License as identification.

[Notary Seal]


Notary Public

Printed Name:



Timothy K. Anderson
COMMISSION EXPIRES
September 19, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
02 FEB 26 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GERMANO AND ASSOCIATES, INC.

The undersigned Incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is Germano and Associates, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States Of America and the State of Florida.

ARTICLE III - CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV - DURATION

The corporation is to exist perpetually commencing at the time of filing these Articles of Incorporation by the Department of State.

ARTICLE V - DIRECTORS

The corporation shall have one Directors initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but there shall never be more than four Directors. The name and street address of the initial Directors of this corporation are:

Louis Germano, 8280 East Allendale Avenue, Suite 7A, Saddle River, NJ 07458

ARTICLE VI

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is
Timothy K. Anderson, at 675 W. Indiantown Road, Suite 103, Jupiter, Florida 33458.

ARTICLE VII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

ARTICLE VIII

BY-LAWS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the corporation.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

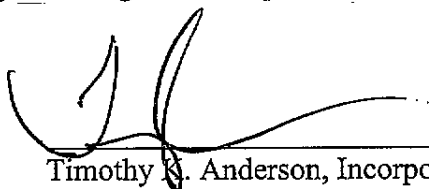
The street address of the initial registered office of this corporation is 675 W. Indiantown Road, Suite 103, Jupiter, Florida 33458 and the initial registered agent of this corporation at that address is Timothy K. Anderson.

ARTICLE X

INITIAL CORPORATE OFFICE

The street address of the initial corporate office of this corporation is 8280 East Allendale Avenue, Suite 7A, Saddle River, NJ 07458.

IN WITNESS WHEREOF, the undersigned being the Incorporator has executed these
Articles of Incorporation.



Timothy K. Anderson, Incorporator

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

The foregoing Articles of incorporation of Germano and Associates, Inc. were acknowledged
before me this 14th day of February, 2002, by Timothy K. Anderson, Incorporator.

NOTARY PUBLIC
My commission expires:

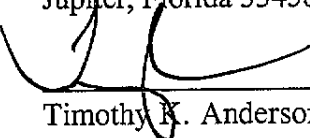
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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: Germano and Associates, Inc.

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

Timothy K. Anderson
675 W. Indiantown Road, Suite 103
Jupiter, Florida 33458




Timothy K. Anderson, Incorporator

DATE

2/14/2002

HAVING BEEN NAMED AS 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.



Timothy K. Anderson, Incorporator

DATE

2/14/2002

FILED
02 FEB 26 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA