

UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

HOLD
FOR PICKUP BY
UCC SERVICES
OFFICE USE ONLY

PO20000058427

May 28, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Gelt Properties, Inc.

Filing Evidence

Plain/Confirmation Copy
 Certified Copy

Type of Document

Certificate of Status
 Certificate of Good Standing
 Articles Only
 All Charter Documents to Include Articles & Amendments
 Fictitious Name Certificate
 Other

Retrieval Request

Photocopy
 Certified Copy

RECEIVED
02 MAY 28 AM 10:00

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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05/28/02 01034-004

*****78.75 *****78.75

02 MAY 28 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FILED

ARTICLES OF INCORPORATION

02 MAY 28 AM 11:06

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gelt Properties, Inc.

The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the corporation shall be Gelt Properties, Inc.

Article II: The principal place of business and mailing address of this corporation shall be 3700 Georgia Avenue, Suite 19, West Palm Beach, FL 33405.

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000, all of which are without par value and classified as Common shares.

Article IV: The name and address of the initial registered agent is NRAI Services, Inc. 526 East Park Avenue, Tallahassee, Florida 32301.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part hereof.

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

NAME

ADDRESS

Gary Sherman

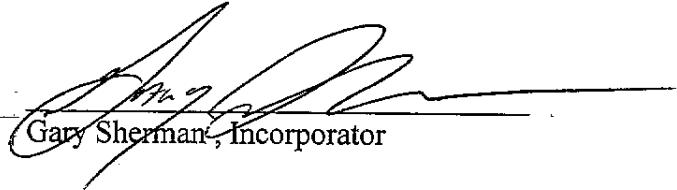
c/o Continental Corporate Services, Inc.
189 Franklin Avenue, Suite 1
Nutley, NJ 07110

Article VI: The purposes for which the corporation is organized, is to engage in any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes.

Article VII: The period of duration of the corporation is perpetual.

Article VIII: The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

The undersigned incorporator has executed these Articles of Incorporation this 10th day of May, 2002.

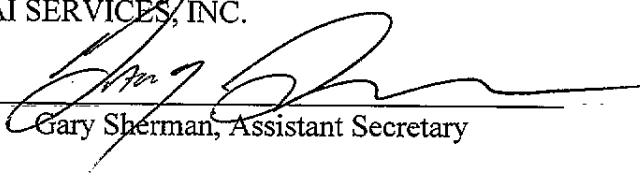


Gary Sherman, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

NRAI SERVICES, INC.

By:



Gary Sherman, Assistant Secretary

Date: May 10, 2002