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TRANSMITTAL LETTER

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

SUBJECT: Grissom LAND Holdings INC.
(PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for: » \$70.00 \$78.75 \$78.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certified Copy & Certificate of Status Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED Cocoa Beach FL 32931
City, State & Zip 321 - 863 - 5472

Davime Telephone number

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

Enclosed origiNAL and 2 copies, As to "Additional Copy required" means 3 or 2.

ARTICLES OF INCORPORATION

OF

Grissom land holdings Inc.

ARTICLE 1

The name of this corporation is:

Grissom Land Holdings Inc.

ARTICLE 2

The principal place of business and mailing address is 1980 North Atlantic Ave, Suite 109 Cocoa Beach, FL 32031

ARTICLE 3

This 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.

ARTICLE 4

This corporation is authorized to issue 50,000 shares of \$1.00 par value common stock.

ARTICLE 5

The registered agent and the street address of the initial registered office of this Corporation in the State of Florida shall be:

William Pace 413 Sunrise Drive Cocoa Beach, Florida 32931

The director may, from time to time, move the Registered Office to any address in the State of Florida.

ARTICLE 6

This Corporation shall have one (1) Director. The number of Directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Kevin Werner 258 Crisafulli Rd Merritt Island, FL 32953 03 NAR 31 AN II: 53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE 7

The name and address of the person signing these Articles of incorporation as the incorporator is:

William Pace 413 Sunrise Drive Cocoa Beach, Florida 32931

ARTICLE 8

The following additional provisions for the regulation of the business, and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as part of these Articles of Incorporation, to wit:

- A. The Board of Directors from time to time shall determine whether and to what extent, and at what time and place, and under what conditions and regulations, the accounts and books of the corporation, any or all of the records of the Corporation shall be open to the inspection of the shareholders.
- B. The Directors may prescribe a method or methods for replacement of lost stock certificates and prescribe reasonable conditions by way of security for the issue of new certificates therefore.
- C. No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact any one or more of the Directors of the Corporation is or are inter officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in, any such contract or transaction of the Corporation, or in which the Corporation is interested. Each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from his contracting with the Corporation for the benefit of himself or any other firm, association, or corporation in which he may be in anywise interested. Any Director(s) of the Corporation may vote upon any contract or other transaction Corporation and any subsidy or controlled company without regard to the fact that he also is a Director of such subsidiary or controlled company.

ARTICLE 9

The Board may secure and maintain such policies of insurance as it may consider appropriate to ensure any person, who is serving or has served as a director or officer of the Corporation or any of its subsidiaries, against liability and expense arising out of any claim, or breach of duty, error, misstatement, misleading statement, commission, or other act done or attempted solely by reason of their being such Officer or Director.

ARTICLE 10

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

ARTICLE 11

This corporation shall have perpetual existence commencing at the time of the filing of these articles

ARTICLE 12

Having been named to accept Service of Process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statues relative to keeping open said office.

Registered Agent 7200-9-25-59-138-0

IN WITNESS WHEREOF, the Undersigned Incorporator has executed these Articles of Incorporation the 11 to day of march , 2003

Incorporator P 200-925-39-138-0

STATE OF FLORIDA

COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state and County aforesaid to administer oaths and take acknowledgments, personally appeared William E. Page _, who is personally known to me, or who produced driver's license as identification and who did take an oath., and who executed the foregoing instrument and she acknowledged before me that they executed the same. Witness my hand and official seal in the County last aforesaid this _// day of

TWILA ONGERTH MY COMMISSION # DD 041119 EXPIRES: September 28, 2005

notary seal

March 2003

my commission expires: 9/28/05