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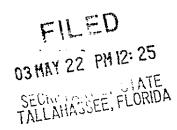
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# ARTICLES OF INCORPORATION

for



# GULF CASTLE HOLDINGS, INC.

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act") and other laws of the State of Florida, as follows:

# ARTICLE I. CORPORATE NAME.

The name of the Corporation is:

GULF CASTLE HOLDINGS, INC.

### ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are:

8649 N. Himes Ave, Unit 1508 Tampa, FL 33614

### ARTICLE III. CAPITAL STOCK.

- (a) The Corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value common stock, which shall be designated Common Stock.
- (b) All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.
- (c) Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Articles of Incorporation.

# ARTICLE IV. INITIAL REGISTERED AGENT.

The corporation has named:

# MICHAEL KAZES 8649 N. Himes Ave., Unit 1508 Tampa, FL 33614

as its registered agent to accept service of process within the State of Florida. I hereby am familiar with and accept the duties and responsibilities as registered agent for GULF CASTLE HOLDINGS, INC.

# ARTICLE V. INCORPORATORS.

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

MARK P. KAZES 5 Curtis Avenue Radford, MA 01835

# ARTICLE VI. DIRECTORS.

This corporation shall have one (1) director. The number of directors may be increased from time to time by virtue of by-laws adopted by the stockholder but shall never be less than one (1).

### <u>ARTICLE VII. INITIAL DIRECTORS</u>

The name and address of the members of the first Board of Directors are:

MARK P. KAZES 5 Curtis Avenue Radford, MA 01835

### ARTICLE VIII. INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is held by the directors of this corporation for the election of permanent officers, or until the successors have been duly elected and qualified are:

PRESIDENT:

MARK P. KAZES 5 Curtis Avenue Radford, MA 01835

### ARTICLE IX. PURPOSE.

The purpose of the Corporation is to engage in any and all lawful business for which corporations may be organized under general law.

# ARTICLE X. TERM OF EXISTENCE.

This corporation is to exist perpetually.

### ARTICLE XI. PREEMPTIVE RIGHTS.

The Corporation elects to have preemptive rights.

### ARTICLE XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned	have	executed	these	Articles	of	Incorpor	ation	this	14 h day	of
	_, 2003.		: -			1. 01.				-=-

Incorporator

STATE OF MASSACHUSETTS COUNTY OF LILEY	
SWORN AND SUBSCRIBED to before Personally known or form of ID:	me this 19 May of May 2003.
	Murilian Yarlandse Notary Public- State of Massachusetts
	MARIA ANNE KARCIAS INAS Printed Name of Notary Public
The undersigned has executed these Artic day of, 2003.	eles of Incorporation as Registered Agent this
	MICHAEL KAZES, Registered Agent
STATE OF FLORIDA COUNTY OF HILLSBOROUGH	· · · · · · · · · · · · · · · · · ·
SWORN AND SUBSCRIBED to before Personally known or form of ID: Florida Di	me this $\frac{218}{4}$ day of $\frac{1}{2}$ , 2003.
KAREN S. GILLIAM Notary Public, State of Florida My comm. exp. Mar. 26, 2007 Comm. No. DD 175430	Notary Public-State of Florida  Karen S Gilliam  Printed Name of Notary Public