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(Requestor's Name)

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PICK-UP WAIT MAIL

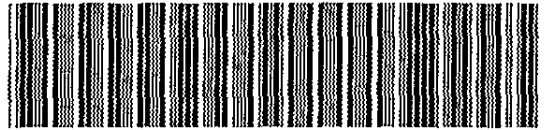
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL 32304
03 OCT -6 PM 1:57
FILED

10-9-03
[Signature]

**LOUIS SCOURTAS & ASSOCIATES
ACCOUNTANTS
24761 U.S. HWY 19 N, SUITE 630
CLEARWATER, FLORIDA 33763**

**TEL: 727-443-0709
FAX: 727-449-9700**

October 3, 2003

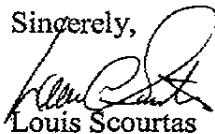
Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Please find enclosed the Articles of Incorporation for Geraldine's Place, Inc. and our check for \$87.50 covering filing fee, Certified copy and Certificate of Status.

Please mail to us the Certified Copy of the Articles of Incorporation and the Certificate of Incorporation to our office for further processing with our client.

If you have any questions, please call me.

Sincerely,


Louis Scourtas

**Articles of Incorporation
of
Geraldine's Place, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this Corporation is Geraldine's Place, Inc.

ARTICLE II. CORPORATE PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation principal office and mailing address is 4427 Clairson Court,
Palm Harbor, FL 34685.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any
and all business as permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

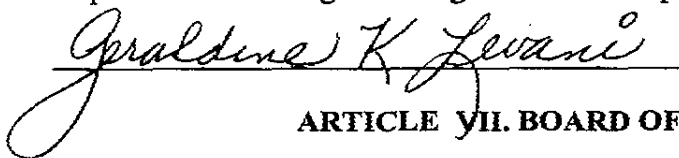
The maximum number of share of stock that this Corporation is authorized to issue and
have outstanding at any one time is 10,000 shares of common stock without par value.

ARTICLE V. TERMS OF EXISTENCE

This Corporation shall have perpetual existence commencing upon these articles filed.

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE
AND ACCEPTANCE BY THE REGISTERED AGENT**

The Registered Agent and the street address for the Initial Registered Office of this
Corporation in the State of Florida shall Geraldine K. Levani 4427 Clairson Court, Palm
Harbor, FL 34685. Directors from time to time may move the Registered Office to any
other address in the State of Florida. " I hereby am familiar with and accept the duties and
responsibilities as Registered Agent for said Corporation. "



ARTICLE VII. BOARD OF DIRECTOR

This Corporation shall have one Director initially. The number of Director may be
increased or decreased from time to time by bylaws adopted by the stockholders, but
shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and their street address is Geraldine K. Levani 4427 Clairson Court, Palm Harbor, FL 34685. The person named initial director shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified whichever occurs first.

ARTICLE IX. INCOPORATOR

The name and street address of the person signing these Articles of Incorporation, as the Incorporator is Geraldine K Levani 4427 Clairson Court, Palm Harbor, FL 34685.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

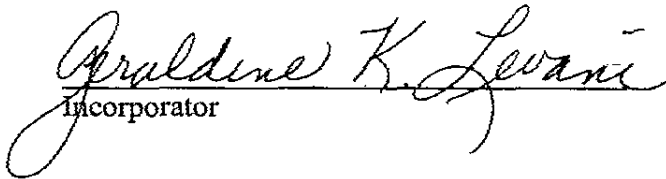
ARTICLE XI. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII. INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to full extent permitted by law.

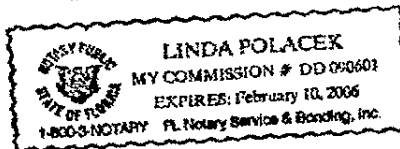
IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 30th day of September 2003.


Incorporator

STATE OF FLORIDA:
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared Geraldine K. Levani to me known personally to be the person described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation on the 30th day of September 2003.


Notary Public
My Commission Expires:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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