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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

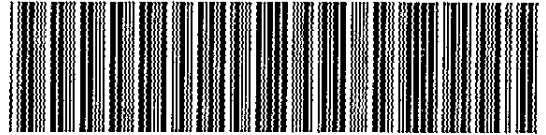
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11/24/03--01035--020 **78.75

FILED
03 NOV 24 PM 4: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A large, handwritten checkmark drawn in black ink.

Handwritten initials or a signature in black ink, possibly reading 'g/12'.

Janet E. Martinez, P. A.

LAW OFFICES
203 EAST RICH AVENUE
DELAND, FLORIDA 32724

P. O. BOX 880
DELAND, FLORIDA 32721-0880

TELEPHONE: (386) 736-9225
TELECOPIER: (386) 736-9265
INTERNET: www.delandlaw.com

November 20, 2003

Division of Corporations
FLORIDA DEPARTMENT OF STATE
P. O. Box 6327
Tallahassee, Florida 32314

Re: **Otto Gemeinhardt, Inc.**

Ladies and Gentlemen:

Enclosed for filing are the following:

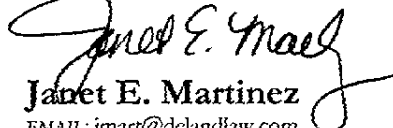
1. Articles of Incorporation of Otto Gemeinhardt, Inc.; and
2. Certificate Designating Registered Agent and Street Address for Service of Process.

Kindly file the documents listed above and return a certified copy to my office using the envelope provided. Enclosed is my firm check in the amount of \$78.75 to cover the filing fees and the cost of one certified copy.

If you have any questions or require additional information, please do not hesitate to contact my office.

Thank you for your assistance.

Sincerely,


Janet E. Martinez
EMAIL: jmart@delandlaw.com

JEM:jaf
Enclosures
cc: Otto H. Gemeinhardt, Jr. (w/encls.)
Jeffrey T. Smith, CPA (w/encls.)

ARTICLES OF INCORPORATION

OF

OTTO GEMEINHARDT, INC.

A Florida corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this corporation is: Otto Gemeinhardt, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE 3

PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the Corporation is 410 Western Avenue, Pierson, Florida 32180. The name and address of the initial registered agent of the Corporation is Janet E. Martinez, P.A., 203 East Rich Avenue, P.O. Box 880, DeLand, Florida 32721-0880.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is one (1) and the name and address of the person who is to serve as a member thereof are as follows:

Otto H. Gemeinhardt, Jr.
410 Western Avenue
Pierson, Florida 32180

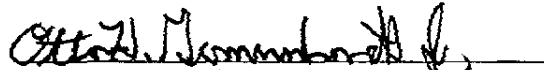
The number of directors may be changed from time to time in accordance with the by-laws.

ARTICLE 7
INCORPORATOR

The name and address of the incorporator of this Corporation and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

Otto H. Gemeinhardt, Jr.
410 Western Avenue
Pierson, Florida 32180

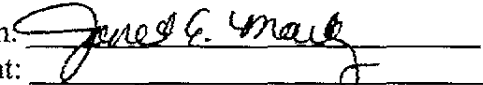
IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these articles this 19 day of November, 2003.


Otto H. Gemeinhardt, Jr., Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 19th day of November, 2003 by Otto H. Gemeinhardt, Jr. who is personally known to me or has produced n/a as identification.

NOTARY PUBLIC:

Sign: 
Print: _____
State of Florida at Large
(Seal)

My Commission Expires: _____
Title/Rank: _____
Commission Number: _____

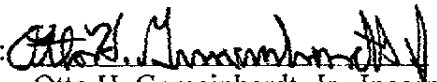


Janet E. Martinez
Commission #DD175732
Expires: Feb 11, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, OTTO GEMEINHARDT, INC. hereby designates Janet E. Martinez, P.A. and 203 East Rich Avenue, DeLand, Florida 32724, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

OTTO GEMEINHARDT, INC.

By: 
Otto H. Gemeinhardt, Jr., Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of OTTO GEMEINHARDT, INC. for service of process within the State of Florida.

Janet E. Martinez, P.A.

By: 
Janet E. Martinez, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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