Florida Department of State

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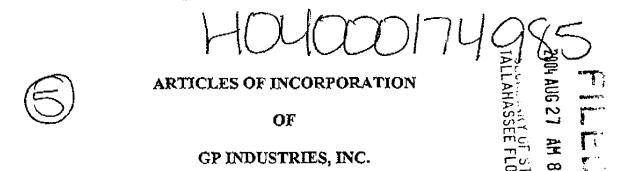
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FLORIDA PROFIT CORPORATION OR P.A.

gp industries, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
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The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be:

GP INDUSTRIES, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation is:

2022 Schooner Lane Weston, FL. 33327

ARTICLE IV

The general nature of this corporation is to transact any and all lawful business.

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ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 share having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

Jay S. Shapiro 1625 N. Commerce Pkwy., #225 Weston, FL. 33326

ARTICLE VII

The name and address of the initial board of director(s) shall be:

Gary Paul 2022 Schooner Lane Weston, FL. 33327

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Gary Paul 2022 Schooner Lane Weston, FL. 33327

The undersigned has executed these Articles of Incorporation this 24th day of August, 2004

INCORPORATOR

20.9 JATOT

HUUUUI 14480

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

GP INDUSTRIES, INC.

(NAME OF CORPORATION)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATON AT THE PLACE DESIGNATED IN THE ARTICLES OF INCROPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPANY 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.

. REGISTERED AGENT 2004 AUG 27 AM 8: 48

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