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W04-31623

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TALLAHASSEE, FLORIDA
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LAW OFFICES OF
BAXTER, STROHAUER, MANNION & SILBERMANN, P.A.

FIRST NATIONAL BANK OF FLORIDA BUILDING, SUITE 300
1150 Cleveland Street
Clearwater, FL 33755

JAMES A. BAXTER (of Counsel)
GARY N. STROHAUER
ELIZABETH R. MANNION
GALE SILBERMANN

Tel: (727) 461-6100
Fax: (727) 447-6899
E-mail: gsilbermann@baxstroh.com
Web: www.baxstroh.com

August 23, 2004

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation of Gulf Tech Corporation
Ref. Number W04000031623

Dear Sir or Ms.:

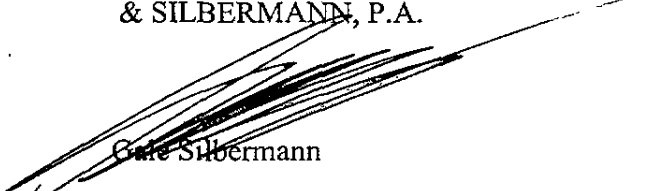
In response to your letter of August 19, 2004 (copy enclosed), we are resubmitting for filing an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent and Acceptance for the above-referenced corporation. Please return a certified copy to the undersigned at the above address.

In addition, please correct my name on your correspondence to "Silbermann" and delete "%Kim Turilli" from the published information.

Thank you in advance for your attention to this matter.

Very truly yours,

BAXTER, STROHAUER, MANNION
& SILBERMANN, P.A.



Gale Silbermann

GS:kat
Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 19, 2004

RECEIVED

04 AUG 27 AM 11:47

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BAXTER STROHAUER MANNION & SILERMANN, P.A.
% KIM TURILLI
1150 CLEVELAND STREET
CLEARWATER, FL 33755

SUBJECT: GULF TECH SALES, INC.
Ref. Number: W04000031623

COPY

We have received your document for GULF TECH SALES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P02000106359.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 004A00051142

AUG 28 2004



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 30, 2004

BAXTER STROHAUER MANNION & SILBERMANN, P.A.
% GALE SILBERMANN
1150 CLEVELAND STREET
CLEARWATER, FL 33755

SUBJECT: GULF TECH CORPORATION
Ref. Number: W04000031623

We have received your document for GULF TECH CORPORATION. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is T02000001296.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 204A00052623

LAW OFFICES OF
BAXTER, STROHAUER, MANNION & SILBERMANN, P.A.

FIRST NATIONAL BANK OF FLORIDA BUILDING, SUITE 300
1150 Cleveland Street
Clearwater, FL 33755

JAMES A. BAXTER (of Counsel)
GARY N. STROHAUER
ELIZABETH R. MANNION
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Tel: (727) 461-6100
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Web: www.baxstroh.com

August 31, 2004

Via UPS Label No. 1Z F23 V17 22 1001 8491

Ms. Karen Beyer
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation of ~~Gulf Tech Sales, Inc.~~

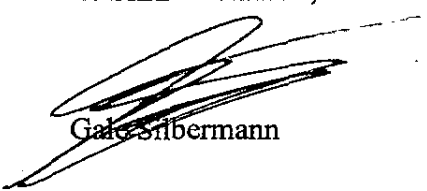
Dear Ms Beyer:

Per our conversation, enclosed for filing with your office are an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent and Acceptance for the above-referenced corporation. The filing fees have already been paid. Please return a certified copy to the undersigned at the above address and fax me a copy at 727-447-6899.

Thank you in advance for your attention to this matter.

Very truly yours,

BAXTER, STROHAUER, MANNION
& SILBERMANN, P.A.



Gale Silbermann

GS/kat
Enclosure

**ARTICLES OF INCORPORATION
OF
GULF TECH ENTERPRISES, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 SEP -1 PM 12:43

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE 1 - NAME: The name of this Corporation is:

Gulf Tech Enterprises, Inc.

ARTICLE 2 - PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation is:

2112 Sunnydale Blvd., Unit L
Clearwater, FL 33765

ARTICLE 3 - DURATION: The term of existence of the Corporation is perpetual.

ARTICLE 4 - PURPOSE: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 5 - CAPITAL STOCK: This Corporation is authorized to issue One Thousand (1,000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE 6 - PRE-EMPTIVE RIGHTS: The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE 7 - INITIAL REGISTERED OFFICE AND AGENT:

A. **Registered Office:** The address of the initial registered office of this Corporation is:

1150 Cleveland Street, Suite 300
Clearwater, FL 33755

B. **Registered Agent:** The name of the initial registered agent of this Corporation at that address is:

Gale Silbermann, Esquire

ARTICLE 8 - INITIAL BOARD OF DIRECTORS: This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The name and address of each initial director of this corporation is:

Karen L. Werner
2112 Sunnydale Blvd., Unit L
Clearwater, FL 33765

Terry A. Werner
2112 Sunnydale Blvd., Unit L
Clearwater, FL 33765

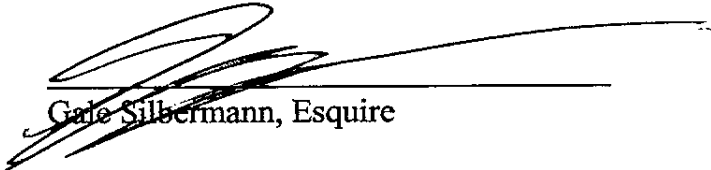
ARTICLE 9 - INCORPORATOR: The name and post office address of the sole incorporator is:

Gale Silbermann, Esquire
1150 Cleveland Street, Suite 300
Clearwater, FL 33755

ARTICLE 10 - INDEMNIFICATION: The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 11 - AMENDMENT: This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

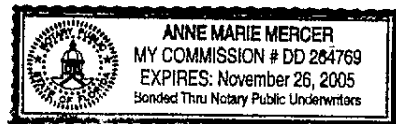
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of August, 2004.


Gale Silberman, Esquire

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 31st day of August, 2004, by GALE SILBERMANN, who is personally known to me.


Notary Public
My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of registered agent and to accept service of process for the above stated Florida corporation, at the place designated in the articles of incorporation. I further agree to comply with the provisions of all statutes relating to the proper performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

8/31/04
Date


GALE SILBERMANN