

Date 1/5/95

Secretary of State
Division of Corporations
P.O. Box 327
Tallahassee, FL 323

P95000002347

Re: GERALD AND ASSOCIATES, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Gerald E. Weisenfeld
GERALD E. WEISENFELD
(individual's name)

GERALD AND ASSOCIATES, INC.
(name of corporation)

RECEIVED
JAN 10 1995
CORPORATION DIVISION
TALLAHASSEE, FL 32301

MAILING ADDRESS OF CORPORATION

9490 S OCEAN DRIVE, Apt 2104
Venosa Beach, FL 34957
PHONE
(407) 229-1031
Area Code Number Ext

[Signature]
1/10/95

ARTICLES OF INCORPORATION

of

GERALD AND ASSOCIATES, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

GERALD AND ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares (500) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>MARILYN J. WEISENSEEL</u>		
ADDRESS	<u>9490 S. OCEAN DRIVE, APT. 210A</u>		
CITY	<u>Jensen Beach</u>	FLORIDA	ZIP <u>34957</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>GERALD AND ASSOCIATES, INC.</u>		
ADDRESS	<u>9490 S. OCEAN DRIVE, APT. 210A</u>		
CITY	<u>Jensen Beach</u>	FLORIDA	ZIP <u>34957</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ (_____) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>GERALD E. WEISENSEEL</u>		
ADDRESS	<u>9490 S. OCEAN DRIVE, APT 210A</u>		
CITY	<u>Jensen Beach</u>	STATE <u>FLORIDA</u>	ZIP <u>34957</u>
NAME	<u>MARILYN J. WEISENSEEL</u>		
ADDRESS	<u>9490 S. OCEAN DRIVE, APT 210A</u>		
CITY	<u>Jensen Beach</u>	STATE <u>FLORIDA</u>	ZIP <u>34957</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: <u>GERALD E. WEISENSEEL</u>			
ADDRESS: <u>9490 S. OCEAN DRIVE, APT 210A</u>			
CITY: <u>Jensen Beach</u>	STATE: <u>FLORIDA</u>	ZIP: <u>34957</u>	
NAME: <u>MARILYN J WEISENSEEL</u>			
ADDRESS: <u>9490 S. OCEAN DRIVE, APT 210A</u>			
CITY: <u>Jensen Beach</u>	STATE: <u>FLORIDA</u>	ZIP: <u>34957</u>	
NAME: _____			
ADDRESS: _____			
CITY: _____	STATE: _____	ZIP: _____	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 5 day of JANUARY, 1995.

Gerald E. Weisensoel (Seal)
Marilyn J. Weisensoel (Seal)
 _____ (Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF _____)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

_____	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Article of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL Witness my hand and official seal in the County and State last aforesaid this _____ day of _____ 19____

Notary Signature
 Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

GERALD AND ASSOCIATES, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 9490 S OCEAN DRIVE, Apt 210A

has named MARILYN J. WEISENSEEL

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Marilyn J. Weisenfeld
(registered agent)

RECEIVED
FEB 11 1986
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