

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000004937

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 527497 80670A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
95 JAN 19 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 19, 1995

ORDER TIME : 12:02 PM

ORDER NO. : 527497

CUSTOMER NO: 80670A

CUSTOMER: Ms. Laura Casey
MONACO CARDILLO & KEITH

3550 East Tamiami Trail
Naples, FL 33962

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***122.50 ***122.50

DOMESTIC FILING

P95000004937

NAME: GROCO INTERNATIONAL, INC.

RECEIVED
95 JAN 19 PM 2:19
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

CD
1-19-95
02/A

ARTICLES OF INCORPORATION
OF
GROCO INTERNATIONAL, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:

GROCO INTERNATIONAL, INC.

ARTICLE II

The corporation may engage in any activity or business and perform all of the powers and privileges granted corporations under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be five hundred (500) shares with a par value of One Dollar (\$1.00) and shall be classified as follows:

Series A	Voting	500 Shares
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ARTICLE IV

This corporation shall begin business with a capital of not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The name and address of the corporation's initial registered agent is: ALFRED J. TETI, Suite 105, 2338 Immokalee Road, Naples, Florida 33942.

ARTICLE VII

The principal place of business of this corporation shall be located at: Suite 105, 2338 Immokalee Road, Naples, Florida 33942,

and may have such other places of business within and without the State of Florida, or in foreign countries as may be necessary or convenient, and as may be determined by the Board of Directors of this corporation.

ARTICLE VIII

The business of this corporation shall be conducted by the Board of Directors, which shall number no less than one (1), nor more than five (5); the exact number to be determined by the By-Laws of the corporation.

ARTICLE IX

The name and address of the sole Director of this corporation who should hold office unless otherwise provided in the duly adopted By-Laws of this corporation for the first year of existence of the corporation or until his successors are elected and qualified, is as follows:

ALFRED J. TETI
Suite 105
2338 Immokalee Road
Naples, Florida 33942

ARTICLE X

The name and post office address of the President, Vice-President, Secretary and Treasurer, who shall hold office for the first year of existence of the corporation, or until his successors are elected pursuant to the corporation By-Laws is as follows:

ALFRED J. TETI
Suite 105
2338 Immokalee Road
Naples, Florida 33942

ARTICLE XI

The name and address of the subscriber of these Articles of Incorporation is as follows:

ALFRED J. TETI
Suite 105
2338 Immokalee Road
Naples, Florida 33942

ALFRED J. TETI, the undersigned, being the original subscriber and incorporator of the foregoing corporation, does hereby certify that the foregoing constitutes the charter of the above corporation.

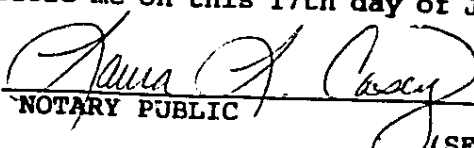
Witness my hand and seal this 17th day of January, 1995.


ALFRED J. TETI

STATE OF FLORIDA,
COUNTY OF COLLIER,

Before me, the undersigned Notary Public, personally appeared ALFRED J. TETI, personally known to me to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

Subscribed and sworn to before me on this 17th day of January, 1995.



NOTARY PUBLIC

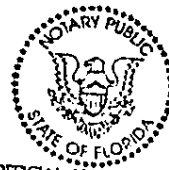
(SEAL)

My Commission Expires:

MONACO, CARDILLO & KEITH, P.A.
Attorneys at Law
3550 South Tamiami Trail
Naples, Florida 33962-4999
(813/774-2229)

By


DANIEL R. MONACO



OFFICIAL NOTARY SEAL
LAURA L. CASEY
COMMISSION NO. CC113729
MY COMMISSION EXP JUNE 16, 1995


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

FIRST: That GROCO INTERNATIONAL, INC. desires to organize
under the laws of the State of Florida with its principal place of
business as indicated in the Articles of Incorporation at Suite
105, 2338 Immokalee Road, Naples, Collier County, Florida 33942,
and has named ALFRED J. TETI as its agent to accept service of
process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation at the place designated in this
Certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping open
said office.


ALFRED J. TETI

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TALLAHASSEE, FLORIDA