

THE HERRICK COMPANY

A REAL ESTATE INVESTMENT FIRM

Morristown, NJ
(201) 539-1390

2295 Corporate Blvd., N.W., Suite 222, P.O. Box 5010, Boca Raton, FL 33431-0810
(407) 241-9880 FAX (407) 241-9887

Riverly Hills, CA
(310) 273-9525

January 11, 1995

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: G-P NORHOLD, INC.

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Incorporation of G-P NORHOLD, INC. for filing, together with a check in the amount of \$78.75 representing the \$35.00 filing fee, the \$35.00 registered agent designation fee and the \$8.75 fee for a certificate of status.

Please return a copy of the Articles of Incorporation of G-P NORHOLD, INC. stamped "filed", together with the Certificate of Status to the undersigned at 2295 Corporate Blvd. N.W., Suite 222, P. O. Box 5010, Boca Raton, Florida 33431-0810.

Thank you for your assistance with this matter. Should you have any questions, I can be reached at (407) 241-9880.

Sincerely,

Cheryl R. Cotler
Cheryl R. Cotler
Legal Assistant

Enclosures

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FILED
FEB-2 AM '95
DIVISION OF STATE
CORPORATIONS

ARTICLES OF INCORPORATION

OF

G-P NORHOLD, INC.

FILED
95 FEB -2 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

G-P NORHOLD, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2295 Corporate Boulevard, N.W.
Suite 222, P.O. Box 5010
Boca Raton, Florida 33431

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) shares without par value.

ARTICLE IV INITIAL REGISTERED AGENT ADDRESS

The name and address of the initial registered agent is:

Norton Herrick
2295 Corporate Boulevard, N.W.
Suite 222, P.O. Box 5010
Boca Raton, Florida 33431

ARTICLE V INCORPORATOR

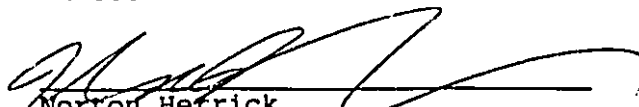
The name and street address of the incorporator to these Articles of Incorporation is:

Norton Herrick
2295 Corporate Boulevard, N.W.
Suite 222, P.O. Box 5010
Boca Raton, Florida 33431

The undersigned has executed these Articles of Incorporation this
30th day of January, 1995.


Norton Herrick, President

Acceptance by the registered agent as required in Section 607.0501
(3) F.S.: Norton Herrick is familiar with and accepts the
obligations provided for in Section 607.0505.


Norton Herrick

Dated: January 30, 1995

FILED
05 FEB -2 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA