### CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Malling Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX.(904) 222-1222

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Service:	Top	Priority	

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REQUEST **TAKEN** CONFIRMED **APPROVED** DATE TIME CK No. \_\_\_

Will Pick Up 3-16 11:00

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

BALANCE DUE.....

THANK YOU from Your Capital Connection

# ARTICLES OF INCORPORATION

FILED 95 MAR 16 AM 9: 51 SECRETARY OF STATE TALLAMASSEE, FLORIDA

**QF** 

## G & M MANAGEMENT, INC.

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

#### ARTICLE I: NAME

The name of the corporation is G & M MANAGEMENT, INC.

#### ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1816 Seneca Blvd., Winter Springs, FL 32708.

#### ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of ten cents (\$.10) per share.

#### ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

#### ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

#### ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation is Robert K. Law, 1816 Seneca Blvd., winter Springs, FL 32708.

#### ARTICLE VII: SPECIAL PROVISION

The stock of this corporation is subject to, and may not be transferred except in accordance with, the bylaws of the corporation.

The undersigned has executed these Articles of Incorporation this 15th day of March, 1995.

Capital Connection, Inc.

Barbara Neeley - President

Incorporator

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

- 1. The name of the corporation is G & M MANAGEMENT, INC.
- 2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

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

Capital Connection, Inc.

Barbara Neeley - President

Date: March 15, 1995

#### · CAPITAL CONNECTION, INC. Νo 51649 417 E. Virghia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 RE: Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAN (904) 222-1222 C.C. FEE. DISBURSEO Corp. Record Se FIRM Util. Parlnorship tille ADDRESS Foreign Corp. File ( ) <del>Bert.</del> Copy(s) PHONE ( Art. of Amond. File Dissolution/Withdrawal QUS. Service: Top Priority\_ Rogular\_ Fictitious Nama Filo One Day Service Two Day Service Name Reservation To us via \_\_ \_\_\_\_ Roturn via . Annual Report/Reinstatement Rog. Agont Sorvico Express Mail No. -Document Filing State Fee \$ \_\_\_\_\_ Our \$ . \_ Corporato Kit Vohicle Search Driving Record **Document Retrieval** \_UCC 1 or 3 File \_ UCC 11 Search UCC 11 Retrieval \_\_\_\_ Filo No.'s, \_\_\_ \_\_Copies \_\_ Courier Service \_ \_ Shipping/Handling \_ Phone ( ) \_ Top Priority \_ Express Mail Prop. \_\_ FAX ( ) SUBTOTALS \_ DISBURSED..... SURCHARGE..... TAX on corporate supplies..... SUBTOTAL..... REQUEST TAKEN CONFIRMED **APPROVED** DATE PREPAID..... CK No. BALANCE DUE.....

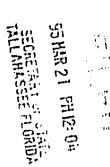
Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

11-7529-7 PONDER'S ING., THOMASVILLE, GA.

# ARTICLES OF AMENDMENT OF G & M MANAGEMENT, INC.

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1. The following provisions of the Articles of Incorporation of G & M MANAGEMENT, INC., a Florida corporation, filed in Tallahassee on March 16, 1995, Document Number P95000021312, be and the same are hereby amended in the following particulars:

Article I is hereby amended to read as follows:

"ARTICLE I: NAME
The name of the corporation is GMH ENTERPRISES, INC."

2. The foregoing amendment was adopted on March 17, 1995, by the undersigned as the sole initial director of the corporation, without shareholder action, pursuant to §607.1005, Florida Statutes. Shareholder action was not required because the corporation has not yet issued shares.

IN WITNESS WHEREOF, the undersigned Director of this corporation has executed these Articles of Amendment this 17th day of March, 1995.

G & M MANAGEMENT, INC.

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17th day of March, 1995, by ROBERT K. LAW, Director of G & M MANAGEMENT, INC., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced as identification.

DEMETRIOS G. GLINOS MY COMMISSION # CC321151 EXPIRES NOVEMBER 14, 1997 BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC, State of Florida

Name: Demetrios G. Glinos

# P95000021312

GMN ENTER SOL N. MASE SUIS MOV	RAKISES, INC.	
Suite \$405 0 FL 32803	CKLANUO	<b>400002148954</b> 3 -04/21/9701086 <u>020</u>
City/State	/Zip Phone #	Office Use Only
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NonProfit	Resignation of R.A., Officer/ Direct	itor
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	Trademark	

**Examiner's Initials** 

NEV

Other



April 28, 1997

GMH ENTERPRISES, INC. 801 N. MAGNOLIA AVE., STE. 408 ORLANDO, FL 32803

SUBJECT: GMH ENTERPRISES, INC. Ref. Number: P95000021312

We have received your document for GMH ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

Please return 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 (904) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 397A00021746

# **GMH** Enterprises, Inc.

801 N. Magnolin Ave., Suite 408 Orlando, Fl. 32803 (407) 481-8670 Fax (407) 481-8671

May 5th, 1997.

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl.32314

Attention: Velma Shepard Corporate Specialist

Subject: GMH Enterprises, Inc. . .

Ref: P95000021312

Your Letter Number: 397A00021746

Dear M/s Shepard

In compliance with your request, we resubmit herewith the application for our new registered agent together with a copy of your subject letter for your reference. If you have any further question regarding the filing of our application, please feel free to contact us at (407) 481-8670.

Thank you for your kind assistance in this matter.

Yours, Sincerely

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Michael Hsu Vice President

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# Florida Department of State, Sandra B. Mortham, Secretary of State

### STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. 1a. The name of the corporation is: GMH ENTERPRISES, INC. 1b. The mailing address of the corporation is: LSIG JENECA BLVD. 1c. Date of incorporation: MARCH 16, 1995: Document number: P950000 2131 The name and address of the current registered agent and office: PITAL CONNECTION INC. 3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable) WDO . FL 32803 The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board. HSU (VICE PRESIDENT) (Printed or typed name and title) Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. (Signature of Registered Agent) If signing on behalf of an entity:

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: \$35.00