

P9500025619

LAW OFFICES  
MORGAN & HENDRICK  
317 WHITEHEAD STREET  
KEY WEST, FLORIDA

HUGH J. MORGAN  
JAMES F. HENDRICK  
PAUL G. BROOKES  
WAYNE LARUE SMITH

W. CURRY HARRIS  
HILARY U. ALBURY  
KARLEEN A. GRANT  
OF COUNSEL

March 13, 1995

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

300001430809  
-03/15/95--01107--009  
\*\*\*\*122.50 \*\*\*\*122.50

RE: GSM, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for GSM, Inc. and a check in the amount of \$122.50 to cover the filing fee. Please forward the recorded Articles of Incorporation to Mary Jean Goetz at Morgan & Hendrick, 317 Whitehead Street, Key West, Florida 33040. Thank you for assistance in this matter.

Sincerely,

*Mary Jean Goetz*

Mary Jean Goetz  
Legal Assistant

W95-5884  
789,502,671

EFFECTIVE DATE

March 13, 1995

FILED  
95 MAR 15 PM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*File 3-31*



**FLORIDA DEPARTMENT OF STATE**

Sandra B. Mortham  
Secretary of State

March 16, 1995

**MARY JEAN GOETZ  
C/O MORGAN & HENDRICK  
317 WHITEHEAD STREET  
KEY WEST, FL 33040**

**SUBJECT: GSM. INC.  
Ref. Number: W95000005884**

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

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6973.

**AMANDA HERRING**

Letter Number: 295A00011878

LAW OFFICES  
**MORGAN & HENDRICK**  
317 WHITEHEAD STREET  
KEY WEST, FLORIDA

HUGH J. MORGAN  
JAMES T. HENDRICK  
RALF G. BROOKES  
WAYNE LARUE SMITH

W. CURRY HARRIS  
(1907-1988)  
HILARY U. ALBURY  
(RETIRED)  
MARLEEN A. GRANT  
OF COUNSEL

March 21, 1995

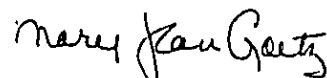
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: GSM of the Florida Keys, Inc.

Dear Sir/Madam:

Articles of Incorporation for GSM, Inc. were returned to me with the enclosed letter. We have changed the name to GSM of the Florida Keys, Inc. which your office has told me is an acceptable, distinguishable name. Also enclosed are Articles of Incorporation for GSM of the Florida Keys, Inc. Please forward the recorded Articles of Incorporation to Mary Jean Goetz at Morgan & Hendrick, 317 Whitehead Street, Key West, Florida 33040. Thank you for your assistance in this matter.

Sincerely,



Mary Jean Goetz  
Legal Assistant

**ARTICLES OF INCORPORATION**

of

**GSM of the Florida Keys, Inc.**

FILED  
95 APR 15 AM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, being a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

**FIRST:** The name of this corporation shall be **GSM of the Florida Keys, Inc.**

**SECOND:** This corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida, and this corporation is authorized to conduct all such activities and business in the corporate name.

**THIRD:** The maximum shares of stock that this corporation is authorized to have outstanding at any one time is as follows:

Class A Common Stock One hundred (100) shares of the common stock, each share having a par value of One Dollar (\$1.00).

**FOURTH:** The name and address of the undersigned subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mary Jean Goetz	P.O. Box 5933 Key West, Florida 33045

**FIFTH:** This corporation shall have not less than one (1) nor more than four (4) directors. The initial directors, who shall serve until the shareholders elect successor director or directors, are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Mary Jean Goetz	P.O. Box 5933 Key West, Florida 33045
Robert M. Goetz, Jr.	P.O. Box 5933 Key West, Florida 33045
Timothy Scott	477 Drost Drive Cudjoe Key, Florida 33042
Bridget A. Coleman-Miller	30783 Adams Drive Gibraltar, Michigan 48173

**SIXTH:** The shareholders shall have the right to cumulate their votes for directors.

**SEVENTH:** The street address of the initial registered office of this corporation is 317 Whitehead Street, Key West, Florida 33040, and the name of its Registered Agent at such address is WAYNE LARUE SMITH, ESQ.

**EIGHTH:** The principal office of the corporation shall be 477 Drost Drive, Cudjoe Key, Florida 33042.

**NINTH:** The duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**TENTH:** These Articles of Incorporation may be amended in the manner provided by Florida law.

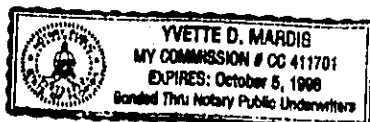
IN WITNESS WHEREOF, the undersigned has hereunto subscribed to these Articles  
of Incorporation, this 21<sup>st</sup> day of March, 1995.

Mary Jean Goetz  
MARY JEAN GOETZ

STATE OF FLORIDA     )  
                                  )  
COUNTY OF MONROE    )

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of March, 1995,  
by Mary Jean Goetz, who is personally known to me.

My Commission Expires:



Yvette D. Mardis  
NOTARY PUBLIC - State of Florida  
Yvette D. Mardis  
Print Name

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

**FIRST:** That GSM of the Florida Keys, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Cudjoe Key, County of Monroe, State of Florida, has named WAYNE LARUE SMITH, ESQ., whose address is 317 Whitehead Street, Key West, County of Monroe, State of Florida, as its Agent to accept service of process within this State.

DATED: March 21, 1995

Mary Jean Goetz  
MARY JEAN GOETZ

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above state 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.

Wayne Larue Smith  
WAYNE LARUE SMITH  
Registered Agent

95 MAR 15 PM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED