

WYNNE M. CASTEEL, JR.
LAWYER

821 SOUTH FEDERAL HIGHWAY • SUITE 10
FORT LAUDERDALE, FLORIDA 33301

WYNNE M. CASTEEL, JR.

TELEPHONE (305) 524-1547

P95000030503

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-04/14/95--01058--013
***122.50 ***122.50

April 10, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Re: Gilman Enterprises, Inc.

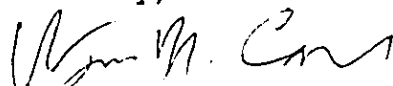
Gentlemen:

Enclosed please find original and copy of Articles of Incorporation, together with our trust account check in the amount of \$122.50, per Statute.

Please return one (1) certified copy of the Articles of Incorporation to the undersigned.

We have checked with the Corporate Division in Tallahassee and were advised that the above name is available.

Sincerely,


Wynne M. Casteel, Jr.

WMC:rl1
Encls.

NANCY HENDRICKS APR 19 1995

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ARTICLES OF INCORPORATION
OF
GILMAN GROUP, INC.

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ARTICLE I - NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is GILMAN GROUP, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) Shares of no par value, fully paid and non-assessable common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and initial registered office address of this corporation is 4458 NE 21 Avenue, Fort Lauderdale, FL 33308, and the name of the initial registered agent of the corporation at that address is JOHN G. CHENEY, JR.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is 4458 NE 21 Avenue, Fort Lauderdale, FL 33308.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the Bylaws but shall never be less than three (3).

The name and address of the initial director of this corporation is:

JOHN G. CHENEY, JR.
4458 NE 21 Avenue
Fort Lauderdale, FL 33308

ARTICLE VIII - INCORPORATION

The name and address of the person signing these Articles is:

WYNNE M. CASTEEL, JR.
621 S. Federal Highway, Suite 10
Fort Lauderdale, FL 33301

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INITIAL ISSUE OF STOCK

Shares of the capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

JOHN G. CHENEY, JR. One Hundred (100) Shares

ARTICLE XI - MEETINGS BY CONFERENCE

Members of the Board of Directors may participate in special meetings by conference telephone as provided by law, but regular meetings of the Board of Directors must be attended, in fact, in person, by each Director.

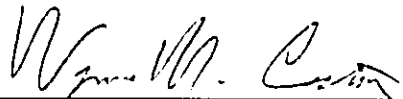
ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of April, 1995.



WYNNE M. CASTEEL, JR.

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, appeared WYNNE M. CASTEEL, who is personally known to me, to me well known to be the person described in and who subscribed the above articles of incorporation, and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 10th day of April, 1995.



Notary Public, State of Florida

My Commission Expires:

My Commission ^{Number Is} ~~Expires:~~ CC135317



ROBIN L. LEWIS
MY COMMISSION EXPIRES
September 21, 1995
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT

Having been named to accept service of process for this corporation, at the place designated in Article V, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.



JOHN G. CHENEY, JR.

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