

P95000035026
Oscor Paralegal Services, Inc.
17 S. Orlando Ave.
Kissimmee, FL 34741
(407) 870-5873
Fax (407) 870-9997
Owner

April 28, 1995

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

RE: Articles of Incorporation for
GRAW ENTERPRISES, INC.

700001469567
-05/01/95--01067--006
****122.50 ****122.50

Dear Sir:

Enclosed are Articles of Incorporation for GRAW ENTERPRISES, INC., a corporation for profit, a copy thereof, designation of resident agent, and my escrow check in the amount of \$122.50 for filing fees.

Your approval, filing, certification and return of the certified copy to the undersigned will be appreciated.

Thank you for your assistance in this matter.

Sincerely,

Kathleen M. Foust
Kathleen M. Foust for
Marilyn Graw, President

Enclosures as stated.

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MAY -1 PM 2:12
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

GRAW ENTERPRISES, INC.

ARTICLE I

CORPORATE NAME

The name of the corporation shall be: GRAW ENTERPRISES, INC. The principal place of business of this corporation shall be 1101 Hibiscus Blvd., Melbourne, FL 32901-2703.

ARTICLE II

NATURE OF THE BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, the United States or any other state, country, territory or nation.

ARTICLE III

TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of filing of these Articles in the office of the Secretary of State, for the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares with each share having a par value of \$1.00 per share.

ARTICLE V

REGISTERED AGENT IN INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be: Kathleen M. Foust, 17 S. Orlando Avenue, Kissimmee, FL 34741.

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAR 11 PM 2:12

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

INITIAL DIRECTORS

The names of the initial directors of this corporation and their street address is/are:

MARILYN GRAW	Box 14, 2660 N. Orange Blsm. Tr. Kissimmee, FL 34744
JAMES D. GRAW	Box 14, 2660 N. Orange Blsm. Tr. Kissimmee, FL 34;744

The person named as initial director shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

INITIAL OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

MARILYN GRAW Box 14, 2660 N. Orange Blossom Trl. Kissimmee, FL 34744	President
JAMES D. GRAW Box 14, 2660 N. Orange Blossom Trl. Kissimmee, FL 34744	Vice-President

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is/are:

MARILYN GRAW
Box 14, 2660 N. Orange Blsm Tr.
Kissimmee, FL 34744

JAMES D. GRAW
Box 14, 2660 N. Orange Blsm. Tr.
Kissimmee, FL 34744

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

PREEMPTIVE RIGHTS

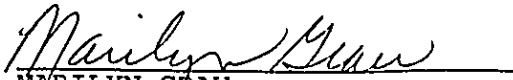
Every shareholder upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds the right to purchase his prorata share thereof at the price at which it is offered to others.

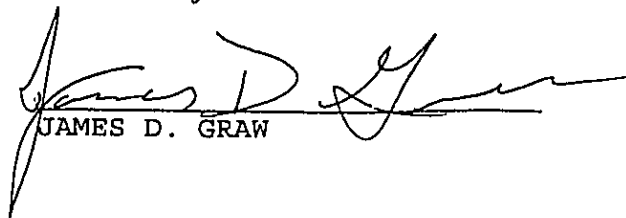
ARTICLE XII

BY-LAWS

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

IN WITNESS WHEREOF, the undersigned incorporators have executed the foregoing Articles of Incorporation on the 28 day of April, 1995.


MARILYN GRAW


JAMES D. GRAW

STATE OF FLORIDA :
COUNTY OF OSCEOLA :

BEFORE ME, a notary public, personally appeared MARILYN GRAW and JAMES D. GRAW, who is the person described as incorporators and executed the foregoing Articles of Incorporation, and who provided the following as identification: personal knowledge and acknowledged before me that they subscribed to these Articles of Incorporation on the 28 day of April, 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 5 1995
PM 2:12

(NOTARY SEAL)

Kathleen M. Foust
Notary Public's Signature
State of Florida at Large

KATHLEEN M. FOUST
Notary Public - State of Florida
My Comm. expires Oct. 11, 1995
Comm. # CC 144220

Kathleen M. Foust
Notary Public's Printed Name

My Commission Expires:

ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the above-named corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping open said office.

Kathleen M. Foust
Registered Agent

P95000035026

GRAY ENTERPRISES, INC
1017 WILLOW COURT
PALM BAY, FL 32907

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **300001805728**
2. _____ (Corporation Name) _____ (Document #) **-05/03/96--01095--010**
3. _____ (Corporation Name) _____ (Document #) **4894435.00**
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 30 PM 2:15

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 APR 19 PM 4:31
DIVISION OF CORPORATIONS

APR 30 1996

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 22, 1996

GRAW ENTERPRISES, INC.
1017 WILLOW COURT
PALM BAY, FL 32907

SUBJECT: GRAW ENTERPRISES, INC.
Ref. Number: P95000035026

We have received your document for GRAW ENTERPRISES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 896A00018739

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 30 PM 2:15

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: _____

GRAW ENTERPRISES, INC.

SECOND: The date dissolution was authorized: 03/31/96

THIRD: Adoption of Dissolution

X Dissolution was approved by the shareholders.
The number of votes cast for dissolution was
sufficient for approval.

_____ Dissolution was approved by vote of the
shareholders through voting groups.

[The following statement must be separately
provided for each voting group entitled to
vote separately on the plan to dissolve:

"The number of votes cast for dissolution was
sufficient for approval by _____."
(voting group)

Signed this 31st day of MARCH, 1996.

Signature *Marilyn D Graw*
(By the Chairman or Vice Chairman of the Board,
President, or other officer)

MARILYN D GRAW
(Typed or printed name)

PRESIDENT
(Title)

SHAREHOLDER STATEMENT

CONSENT TO DISSOLVE: GRAW ENTERPRISES, INC.

Purpose of this Document

The purpose of this document is to satisfy Florida business regulation requirements for a copy of the written consent of all shareholders to dissolve the corporation as well as the requirement for a statement that all shareholders have signed the statement to dissolve.

Written Consent of All Shareholders

We, the undersigned, are the only shareholders of this corporation and we consent to dissolve the Corporation.

67% OWNER: Marilyn Graw 03/31/96
(Shareholder) (Date)

33% OWNER: James D. Graw 03/31/96
(Shareholder) (Date)

(Shareholder) (Date)

(Shareholder) (Date)

(Shareholder) (Date)

Statement that All Shareholders have Signed Consent to Dissolve

"I certify that all shareholders have signed the statement to dissolve the corporation".

Marilyn Graw 03/31/96
(President) (Date)

RESOLUTION OF BOARD OF DIRECTORS OF

GRAW ENTERPRISES, INC.

RESOLVED, That in the judgement of this Board of Directors, it is deemed advisable and for the benefit of its stockholders that said Corporation should be dissolved; and to that end, as required by law, it is ordered that a meeting of those stockholders of said Corporation having voting power to take action upon this resolution is hereby called, to be held at the principal office of said Corporation, at 1017 WILLOW COURT PALM BAY, FLORIDA 32907 on this 31st day of MARCH, 1996, at 9 a.m., and

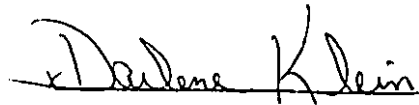
RESOLVED, FURTHER, That the Secretary of this Corporation is hereby authorized and directed to cause notice of the adoption of this resolution to be mailed to each stockholder of this Corporation residing in the United States, or elsewhere.

I do hereby certify that I am the duly elected and qualified Secretary, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the By-laws of said Corporation on this 31st day of MARCH, 1996, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 31st day of MARCH, 1996.

A True Record

Attest


Secretary