

**79500035399**

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**FILED**  
95 MAY -1 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 27, 1995

State of Florida  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314  
ATTN.: NEW FILING DIVISION

**100001469521**  
-05/01/95--01064--014  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Group Central Purchasing, Inc.

Dear Sirs:

Enclosed please find Articles of Incorporation and Designation of Registered Agent for the above referenced Corporation, together with our check for the filing fees of \$122.50. A copy is enclosed to be certified and returned in the envelope provided.

If you should have any questions, please do not hesitate to contact us.

Sincerely,

*Harold S. Smith II*

HAROLD S. SMITH, II

Enclosures

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**ARTICLES OF INCORPORATION  
OF  
GROUP CENTRAL PURCHASING, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS:

That ROBERT G. JONES, the undersigned, has this day voluntarily associated together for the purpose of forming a corporation under the laws of the State of Florida, and to that end does hereby adopt Articles of Incorporation as follows:

ARTICLE I

The name of the proposed corporation is GROUP CENTRAL PURCHASING, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida.

ARTICLE III

The type, amount and value of the capital stock of this Corporation is 100 shares, \$1.00 par value.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V

The post office address of the principal office of the Corporation is 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923.

ARTICLE VI

The number of Directors of the Corporation shall be not less than two.

ARTICLE VII

The names and address of the first Officers are: ROBERT G. JONES - PRESIDENT, THOMAS B. HAINES - VICE PRESIDENT, THOMAS B. HAINES - SECRETARY/TREASURER.

ARTICLE VIII

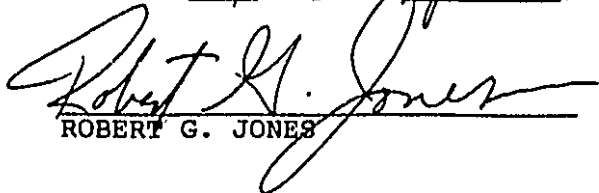
The names and addresses of the first Directors are: ROBERT G. JONES and THOMAS B. HAINES, 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923.

ARTICLE IX

The following subscriptions of stock have been made and such subscriptions will yield proceeds sufficient to enable the Corporation to begin business:

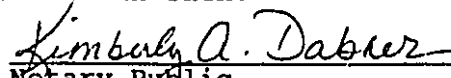
ROBERT G. JONES - 50  
THOMAS B. HAINES - 50

The undersigned being the original subscriber to the capital stock hereinbefore named for the purpose of forming a corporation, to do business within and without the State of Florida, and in pursuance to the laws of the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and does respectfully agree to take the number of shares hereinbefore set forth and accordingly has hereunder set his hand and seal this 24 day of April, 1995.

  
ROBERT G. JONES

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of April, 1995 by ROBERT G. JONES, who is personally known to me or who has produced as identification and who did not take an oath.

  
Notary Public  
My Commission Expires: 7-22-96



OFFICIAL SEAL  
KIMBERLY A. DABNER  
My Commission Expires  
July 22, 1996  
Comm. No. CC 217157

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

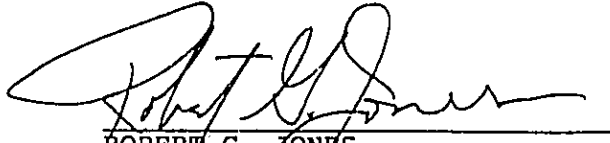
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TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that GROUP CENTRAL PURCHASING, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Bonita Springs, County of Lee, State of Florida, has named ROBERT G. JONES, located at 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

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

  
\_\_\_\_\_  
ROBERT G. JONES  
Registered Agent