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THE GILLIS CONSULTING GROUP, INC  
4461 N.W. 70th Avenue, Lauderdale, FL 33319  
(305) 749-1209 Fax: (305) 739-7110

*Rept. 24, 1995*  
March 28, 1995

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

RECEIVED SEP 1 1995  
-087295795-111117-11117  
\*\*\*\*122.00 \*\*\*\*122.00

Dear Sir:

Enclosed you will find a copy of Articles of Incorporation for THE GILLIS CONSULTING GROUP, INC, as a Florida For-Profit Corporation, and a check in the amount of \$70.00 to cover the appropriate filing fees. Please process as required and contact me for any corrections, additions, or additional information necessary to facilitate the filing process. Thanks for your consideration of this request and I look forward to your timely response. See the enclosed and be governed accordingly.

Sincerely,  
*E. T. Gillis*  
Eugene T. Gillis, Esq.,  
Managing Consultant

FILED  
95 AUG 24 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUG 25 1995 BSB

ARTICLES OF INCORPORATION  
FOR  
THE GILLIS CONSULTING GROUP, INC.  
( A For-Profit Corporation)

FILED  
95 AUG 24 PM 1:34  
CLERK OF DISTRICT COURT  
FORT LAUDERDALE, FLORIDA

THE UNDERSIGNED, desirous of forming a Corporation For-Profit under the applicable laws of the State of Florida and being competent to contract, hereby submit the following as its Articles of Incorporation accordingly.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this Corporation shall be **THE GILLIS CONSULTING GROUP, INC.** The principal place of business for the Corporation shall be located at : 3601 W. Commercial Blvd., Suite 35, Fort Lauderdale, Florida 33309.

ARTICLE II - PURPOSE

The purpose of this Corporation shall be to engage primarily in providing professional consultation services and technical assistance to businesses, agencies, organizations, governmental entities, and interested individuals and to conduct any and all other business as may be deemed legal and lawful in the State of Florida and in these United States.

ARTICLE III - TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved sooner by operation of law or by corporate resolution.

ARTICLE IV - CORPORATE SHARES AND PAR VALUE

The maximum number of shares which this Corporation shall have outstanding at any one time shall be ONE HUNDRED SHARES (100) of Common Stock, each having a par value of ONE DOLLAR (\$1.00).

ARTICLE V - MEMBERSHIP

Membership in this Corporation shall be restricted to the subscriber to these Articles and to those persons who from time to time may be approved for membership.

ARTICLE VI - INITIAL SUBSCRIBER

The initial sole subscriber to these Articles is : Eugene T. Gillis, 4461 N.W. 70th Avenue, Lauderhill, Florida 33319.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall not have a Board of Directors. The affairs of the Corporation shall be managed by the officers of the Corporation.

#### ARTICLE VII - OFFICERS

The officers of this Corporation shall be : President, Secretary-Treasurer, and any other offices as may be from time to time deemed necessary to carry out the business of the Corporation . The following person will serve as the sole officer of the Corporation until others may be duly elected:

Eugene T. Gillis .....President/Secretary-Treasurer

#### ARTICLE VIII - AMENDMENTS

These Articles may be amended by a majority vote of the shareholders present at a regular or special meeting, providing all notice and quorum requirements have been met.

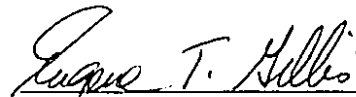
#### ARTICLE VIII - CORPORATE POWERS

This Corporation shall have all of the powers afforded For-Profit Corporations by the applicable laws of the State of Florida and those other express powers as may be set forth in the Bylaws of the Corporation.

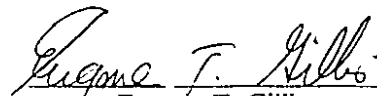
#### ARTICLE IX - RESIDENT AGENT AND ACCEPTANCE

First, having been organized as a For-Profit Corporation under the laws of the State of Florida, THE GILLIS CONSULTING GROUP, INC., hereby designates Eugene T. Gillis as its Resident Agent to accept service of process on its behalf as its principal place of business located at : 3601 West Commercial Blvd., Suite 35, Fort Lauderdale, Florida 33319.

ACCEPTANCE : " Having been advised of the duties of the Resident Agent and having been so designated by the above-named Corporation, I hereby accept to act in this capacity this 29<sup>th</sup> day of March, 1995. "

  
Resident Agent

WHEREFORE, I, the undersigned, set my hand and signature to these Articles of Incorporation, this 29<sup>th</sup> day of March, 1995 at Fort Lauderdale, Broward County, Florida.

  
Eugene T. Gillis

STATE OF FLORIDA       )  
COUNTY OF BROWARD    ): SS

BEFORE ME, the undersigned authority, did personally appear EUGENE T. GILLIS, known to me, and first, after being sworn by me, deposes and says : "That he is the person described in the foregoing Articles and that they are being submitted for the purposes intended . " Done before me this 29th day of March, 1995, at Fort Lauderdale, Broward County, Florida, to wit I set my signature and place my seal accordingly.

ADA P. WALLACE

Ada P. Wallace  
Notary Public, State of Florida  
NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPI. DEC. 3, 1995  
BONDED THRU GENERAL INS. UNIT

My Commission Expires / Seal

Ext # CC159763