

LAW OFFICES  
**BARRETT, CHAPMAN & RUTA**  
PROFESSIONAL ASSOCIATION

**RICHARD LEE BARRETT**  
**VICTOR L. CHAPMAN**  
**R. STEVEN RUTA**  
**ANTOINETTE DIPALMA FLOKISTROT**  
\*ALSO ADMITTED IN GEORGIA

940 HIGHLAND AVENUE  
ORLANDO, FLORIDA 32803  
POST OFFICE BOX 539993  
ORLANDO, FLORIDA 32853-3993  
TELEPHONE (407) 859-8887  
TELECOPIER (407) 848-1190

January 10, 1996

EFFECTIVE DATE  
1-7-96

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

800001888288  
-01/12/96--01051--015  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: C.G.K. Corporation

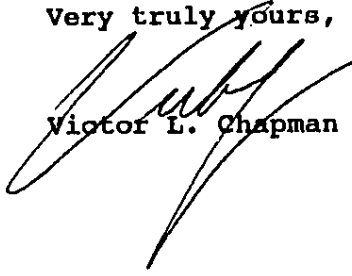
Dear Sir/Madam:

Enclosed please find an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check for the sum of \$122.50 is enclosed to cover the filing fee and the expense of a certified copy.

Please file the original copy and return the certified copy to the undersigned.

Thank you for your assistance in this matter. If you have any questions do not hesitate to contact me.

Very truly yours,

  
Victor L. Chapman

VLC/k11  
Enclosures  
cc: Mr. Charlie Kramer

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96 JAN 12 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 17 1996 BSB

**ARTICLES OF INCORPORATION  
OF  
C.G.K. CORPORATION**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of this corporation is C.G.K. Corporation.

**ARTICLE II  
PRINCIPAL OFFICE/MAILING ADDRESS**

**EFFECTIVE DATE**  
1-7-96

The principal office and mailing address of the corporation is 11860 Mintwood Court, Orlando, Florida 32837.

**ARTICLE III  
SHARES**

The number of shares the corporation is authorized to issue is 1000 shares par value \$6.00.

**ARTICLE IV  
PREEMPTIVE AND OTHER RIGHTS RESERVED FOR SHAREHOLDERS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasurer of this corporation, in the ratio that the number of shares that he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, in inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

The following rights cannot be changed without full approval of all shareholders.

- a. The President of the corporation will receive a salary of ten percent (10%) of the net profits before dividends are paid.
- b. No new business ventures without full approval of all shareholders.

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TALLAHASSEE, FLORIDA

- c. No expenses over \$500.00 without full approval of all shareholders.
- d. Dividends shall be disbursed quarterly.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street of the initial Registered Agent and office of this corporation is John R. Ellis, 11860 Mintwood Court, Orlando, Florida 32837.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

John R. Ellis, 11860 Mintwood Court, Orlando, FL 32837

**ARTICLE VII  
INCORPORATOR**

The name and address of the incorporator is John R. Ellis, 11860 Mintwood Court, Orlando, FL 32837.


**ARTICLE VIII  
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.


**ARTICLE IX  
EFFECTIVE DATE**

Pursuant to Fla. Stat. §607.0203, the effective date of the corporate existence is five (5) days prior to the filing of these Articles of Incorporation with the State of Florida.

IN WITNESS WHEREOF, by the undersigned Incorporator has executed these Articles of Incorporation this \_\_\_\_\_ day of October, 1995.

  
Incorporator

Having been named as Registered Agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of §607.0505, Florida Statutes.

  
Registered Agent