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ATTORNEYS AT LAW

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January 12, 1996

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Secretary of State
Division of Corporations
Now Filings
409 East Gaines Street
Tallahassee FL 32307

Re: GIWO, INC.

Dear Sir or Madam:

We are enclosing Articles of Incorporation for the subject corporation together with our firm check in the amount of \$122.50 to cover the following fees:

\$ 35.00 - Filing Fee
52.50 - One Certified Copy
35.00 - Registered Agent

Once the Articles have been filed, please return a certified copy of the Articles together with your letter of acknowledgement to me in the enclosed self-addressed, stamped envelope.

If there is a problem with the enclosed filing, please contact me.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON
STRICKLAND & WEINER, P. A.

April A. Haley
April A. Haley
Corporate Legal Assistant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JAN 16 AM 9:21

FILED

JAN 18 1996 BSB

ARTICLES OF INCORPORATION OF
GIWO, INC.

FILED
96 JAN 16 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is GIWO, INC.

Article II - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock.

Article III - Mailing Address and Principal Office

The mailing address and principal office of the corporation is 46 N. Washington Blvd., #1, Sarasota FL 34236.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 46 North Washington Blvd., #1, Sarasota FL 34236 and the name of the initial registered agent of this corporation at that address is John Patterson.

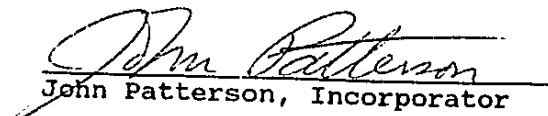
Article V - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation is John Patterson, 46 North Washington Blvd., #1, Sarasota FL 34236.

Article VI - Incorporator

The name and address of the person signing these Articles is John Patterson, 46 North Washington Blvd., #1, Sarasota FL 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of January, 1996.


John Patterson, Incorporator

FILED

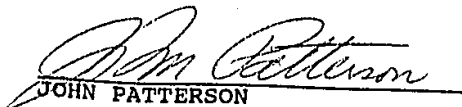
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NOTICE OF APPOINTMENT OF REGISTERED AGENT, ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE
SECRETARY OF STATE
PALM BEACH, FLORIDA

The undersigned, JOHN PATTERSON, having a street address of 46 North Washington Boulevard, #1, Sarasota FL 34236, having been appointed by the directors of GIWO, INC., as registered agent, states as follows:

1. The corporation shall maintain an office at 46 North Washington Boulevard, Suite 1, Sarasota FL 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


JOHN PATTERSON

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