

DAVID E. SMITH
3079 MARINER WAY
LANTANA, FL 33462
407 965 2906

13 March, 1996

Director of Corporations
Secretary of State
PO Box 6327
Tallahassee, FL 32314

P96000028715

Sirs,

Please find enclosed the Articles of Incorporation for G & S Group, Inc.

I have enclosed my check for \$70.

Thank you for your assistance.

Sincerely,


David E. Smith

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -2 AM 8:42

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*****70.00 *****70.00

W96-6355

638, 707

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DAVID E. SMITH
3079 MARINER WAY
LANTANA, FL 33462
407 965 2906

27 March, 1996

Director of Corporations
Secretary of State
PO Box 6327
Tallahassee, FL 32314

re: W96000006355

Sirs,

An error was made with originally filing. We are not requesting a non-profit corporation but a for profit corporation. Please find enclosed the correct Articles of Incorporation for G & S Group, Inc.

You still have our \$70 check.

Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to be 'DS' followed by a flourish.

David E. Smith



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1996

DAVID E. SMITH
3079 MARINER WAY
LANTANA, FL 33462

SUBJECT: G & S GROUP, INC.
Ref. Number: W96000006355

We have received your document for G & S GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 196A00013483

ARTICLES OF INCORPORATION
of
G & S GROUP, INC..

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -2 AM 8:42

The undersigned for the purpose of forming a profit corporation under the laws of the State of Florida pursuant to chapter 607 do hereby adopt the following Articles of Incorporation:

ARTICLE I

Establish a corporation the name of which to be G & S Group, Inc.

ARTICLE II

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporation may engage in under the laws of the State of Florida or the United States.
2. To do such things as are incidental or necessary to accomplish the foregoing.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is One Hundred (100) shares of stock of the par value of five dollars (\$1.00).

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be the sum of one hundred dollars (\$100).

ARTICLE V

The period of existence of this corporation shall be perpetual.

ARTICLE VI

The corporate mailing address is 3079 Mariner Way, Lantana, FL 33462 and the name of its initial registered agent at such address, is David E. Smith.

ARTICLE VII

The corporation shall have no less than one (1) director; the names and address of the directors constituting the initial board of directors is as follows:


David E. Smith
3079 Mariner Way
Lantana, FL 33462
407-965-2906

ARTICLE VIII

The name and the address of the incorporator is :

David E. Smith
3079 Mariner Way
Lantana, FL 33462
407-965-2906

Executed by the undersigned at Lake Worth, Florida on March 13, 1996.

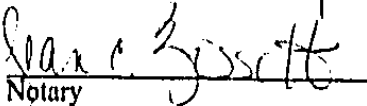


David E. Smith

State of Florida
County of Palm Beach

I DO HEREBY CERTIFY that on this day personally appeared before the undersigned authority, David E. Smith, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he did acknowledge to and before me that he executed the same for the purpose herein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Palm Beach County, this 14 th day of March, 1996



Notary

My Commission Expires:



JEAN O ZIBBETT
My Commission CC:884048
Expires Nov. 20, 1998

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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