

Law Offices

# HOLLAND & KNIGHT

A Partnership Including Profession & Corporations

400 North Ashley Drive, Suite 2300  
P.O. Box 1208 (ZIP 33601-1208)  
Tampa, Florida 33602-4300

813-227-8500  
FAX 813-220-0134

Atlanta  
Fort Lauderdale  
Jacksonville  
Lakeland  
Miami

Orlando  
St. Petersburg  
Tallahassee  
Washington, D.C.  
West Palm Beach

April 29, 1996

MICHAEL L. CHAPMAN  
813-227-0712

## VIA HAND DELIVERY

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

2000001799712  
-04/29/96--01115--005  
\*\*\*122.50 \*\*\*122.50

Re: Gregory Sales, Inc.

Ladies and Gentlemen:

Enclosed are the following items pertaining to the incorporation of Gregory Sales, Inc.:


1. The original and one copy of the Articles of Incorporation;
2. The Acceptance of Registered Agent; and
3. A check payable to you for the following charges:

(a) Filing Fee	\$35.00
(b) Certified Copy	52.50
(c) Filing Registered Agent Certificate	35.00
<b>TOTAL</b>	<b><u>\$122.50</u></b>

Please approve and file the original Articles of Incorporation, certify a copy of them, and return the certified copy to Todd Sterzoy of our Tallahassee office.

Sincerely,

HOLLAND & KNIGHT

  
Michael L. Chapman

MLC/bjr  
Enclosures

SAS  
4/29/96

44¢  
walk in  
4:29.96  
pick up  
4:00

**ARTICLES OF INCORPORATION  
OF  
GREGORY SALES, INC.**

FILED

26 APR 20 PM 3:09

The undersigned, acting as incorporator of Gregory Sales, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

Gregory Sales, Inc.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is:

4634 W. Lumb  
Tampa, Florida 33629

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

#### **ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 4634 W. Lumb, Tampa, Florida 33629, and the name of the corporation's initial registered agent at that address is Michael C. Gregory.

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Michael C. Gregory	4634 W. Lumb Tampa, Florida 33629

#### **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Michael C. Gregory	4634 W. Lumb Tampa, Florida 33629

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

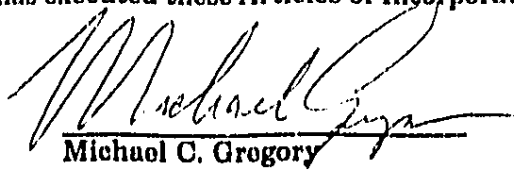
#### **ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE V. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 25<sup>th</sup> day of April, 1996.

  
Michael C. Gregory

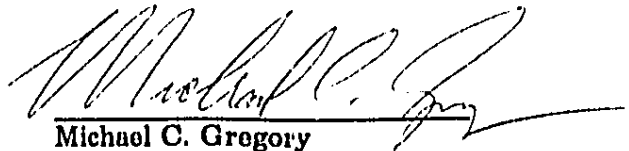
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.001, Florida Statutes, the following is submitted:

That Gregory Sales, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4634 W. Lumb, Tampa, State of Florida, has named Michael C. Gregory, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

  
Michael C. Gregory

TPA2-339321

FILED  
96 APR 29 PM 3:09  
CLERK OF DISTRICT COURT  
JULIA A. HARRIS