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ATTORNEYS AND COUNSELORS AT LAW
2100 DANLAND CENTER
2100 WEST B.N. 434, SUITE 1130
LONGWOOD, FLORIDA 32779
(407) 786-2200

SIDNEY L. VIHLEN, III
PAUL M. BILLS

PLEASE REPLY TO:
POST OFFICE BOX 101554
ALIAMONTE SPRINGS, FLORIDA
32710-1554
TELEPHONE (407) 786-2247

April 26, 1996

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Filing Articles of Incorporation - GPETE, INC.

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-04/30/96--01042--001
****122.50 ****122.50

Dear Filing Clerk:

Enclosed, please find the original Articles of Incorporation of GPETE, INC., including the designation of Registered Office and Registered Agent, for filing with your office.

Also enclosed, you will find the required filing fee of One Hundred Twenty Two and 50/100 (\$122.50) Dollars, representing the following:

Filing Fee.....	\$ 35.00
Registered Agent Fee.....	\$ 35.00
Certified Copy.....	\$ <u>52.50</u>

TOTAL: \$122.50

Please furnish our office with a certified copy of the duly filed Articles of Incorporation via the enclosed pre-addressed, stamped envelope.

Any questions regarding this matter should be directed to Cheryl at (407) 786-2200. Thank you for your assistance with this matter.

Sincerely,

LAW OFFICES OF SIDNEY L. VIHLEN, III, P.A.

Cheryl R. Franklin

Cheryl R. Franklin
Legal Assistant/Legal Secretary

/crf
/enclosures

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RECEIVED
STATE
TELETYPE
UNIT

GB 5/3/96

ARTICLES OF INCORPORATION
OF
GPETE, INC.

96 APR 29 PM 1:46

STATE OF FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this corporation is:

GPETE, INC.

ARTICLE II
CORPORATE EXISTENCE

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

ARTICLE III
PURPOSES

This Corporation is formed for the purposes of engaging in any general business and business related activities as are permitted under the laws of the State of Florida and the United States.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock with no par value. All or any part of said Stock of this Corporation may be paid for wholly, or in part, by cash, or by the purchase of property, patents, contracts, labor or services at a just valuation to be fixed by the Board of

Directors of this Corporation at any regular or special meeting and any and all shares so issued shall be fully paid and nonassessable.

ARTICLE V INITIAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is 7200 Sunshine Skyway Lane, #5F, St. Petersburg, Florida 33711. The Directors may from time to time, move the principal office to any other address in the State of Florida. The Corporation shall have the privilege of having one or more branch offices at other places within the State of Florida or outside the State of Florida as may be deemed necessary and be designated from time to time by the Board of Directors of this Corporation.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than one. The initial Board of Directors shall consist of the following:

CHARLES M. RICE.....DIRECTOR

ARTICLE VIII
OFFICERS

The initial officers of the Corporation shall be:

CHARLES M. RICE.....PRESIDENT/SECRETARY

The initial Officers shall serve until the first annual meeting of the Board of Directors to be held immediately following the first annual meeting of the stockholders of the Corporation. Thereafter, the Officers shall be elected by the Board of Directors at each annual meeting of the Board of Directors to be held immediately following each annual meeting of the stockholders of the Corporation. New offices may be created, and appointments may be made therefor, and any office that may become vacant may be filled by the Board of Directors of the Corporation at any regular meeting or at any special meeting called for that purpose. The duties of the Officers of the Corporation shall be prescribed by the By-Laws.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2180 Sanlando Center, 2180 West State Road 434, Suite 1136, Longwood, Florida 32779; and the name of the initial registered agent of this Corporation at that address is **SIDNEY L. VIHLEN, III**.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, unless all Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XII
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

CHARLES M. RICE
7200 Sunshine Skyway Lane, #5F
St. Petersburg, Florida 33711

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation for the uses and purposes aforesaid on this 18th day of MARCH, 1996.



CHARLES M. RICE
Incorporator

STATE OF FLORIDA }
COUNTY OF SEMINOLE }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared **CHARLES M. RICE**, who is either personally known by me, or who produced a Drivers License as identification, and who, after being duly sworn, acknowledged to me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this the 18th day of MARCH, 1996.



Notary Public, State of Florida
B. SPYRIDAKIS VIRGINA

Typed/Printed Name of Notary

My Commission Expires: 4/30/97

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **GPETE, INC.**, which is contained in the foregoing Articles of Incorporation.


SIDNEY L. VIHLEN, III
Registered Agent

FILED
36 APR 29 PM 1:47
1977
STATE OF TEXAS
COUNTY OF DALLAS