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96 MAY -9 PM 4:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

GULF COAST MANAGEMENT SERVICES, INC.  
10060 AMBERWOOD ROAD, SUITE 3  
FORT MYERS, FLORIDA 33913  
(941) 561-1444

May 6, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32304

8000001815718  
-05/09/96--01112--015  
\*\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern:

I wish to form a Florida Corporation. Enclosed are my Articles of Incorporation.

Also enclosed is my check in the amount of \$122.50 as follows:

\$ 70.00	Filing Fees/Registered Agent
52.50	Certified Copy
<u>\$122.50</u>	

If you require any further information, please advise.  
Thank you.

Sincerely,

  
Helen I. Sarver

HIS/nsl  
Enclosures

3/15/96

**ARTICLES OF INCORPORATION  
OF**

**GULF COAST MANAGEMENT SERVICES, INC.**

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26 MAY -9 PM 4:02  
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby establish for the purpose of becoming a Corporation, operating for profit by and under the provisions of the Statutes of Florida appertaining and providing for the formation, liabilities, rights, privileges and immunities of a Corporation operating for profit, and do hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming such a Corporation for profit and do hereby declare, state and certify:

**ARTICLE I**

The name of this Corporation shall be GULF COAST MANAGEMENT SERVICES, INC. The address of this Corporation shall be 10060 AMBERWOOD ROAD, SUITE 3, FORT MYERS, FLORIDA 33913.

**ARTICLE II**

This Corporation shall have perpetual existence unless sooner dissolved as be directed by law.

**ARTICLE III**

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be one thousand (1,000) shares of common stock having a nominal or par value of one dollar (\$1.00) per share. The consideration to be paid for each such share shall be money, property, or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

**ARTICLE V**

The amount of capital with which this Corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

#### ARTICLE VI

The street address of the initial registered office of this Corporation is 10060 AMBERWOOD ROAD, SUITE 3, FORT MYERS, FLORIDA 33913.

#### ARTICLE VII

The name and address of the initial Registered Agent of this Corporation is HELEN I. SARVER, 10060 AMBERWOOD ROAD, SUITE 3, FORT MYERS, FLORIDA 33913.

#### ARTICLE VIII

This Corporation shall have four Directors initially. The number of Directors of this Corporation may be increased or decreased, from time to time, by the By-Laws of this Corporation, but which number of Directors shall never be less than one.

#### ARTICLE IX

This Corporation shall have four Officers and four Directors, initially. The name and street address of the initial Officers and Directors, who shall hold office for the first year of the Corporation, or until a successor is elected or appointed is: ROBERT E. GELLES, PRES./DIR., 1021 SOUTHEAST 8TH TERRACE, UNIT 4E, CAPE CORAL, FLORIDA 33990, DAVID C. SMITH, VICE PRES./DIR., 18441 LET ROAD, FORT MYERS, FLORIDA 33912, ROBERT L. SARVER, VICE PRES./DIR., 9232 PINEAPPLE ROAD, FORT MYERS, FLORIDA 33912, AND HELEN I. SARVER, SEC/TREAS/DIR., 9232 PINEAPPLE ROAD, FORT MYERS, FLORIDA 33912.

#### ARTICLE X

The Subscriber of the Articles of Incorporation, together with his/her respective address is HELEN I. SARVER, 10060 AMBERWOOD ROAD, SUITE 3, FORT MYERS, FLORIDA 33913.

#### ARTICLE XI

These Articles of Incorporation may be amended in a manner provided therefore by the Laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the Stockholders of this Corporation. Any questions, motions or actions of the Stockholders of this Corporation shall be decided by a majority vote of the Stockholders entitled to vote thereon. The By-Laws of this Corporation shall be promulgated, adopted, amended, changed or deleted by the Stockholders of this Corporation. The Business Affairs of this Corporation shall be conducted by a Board of Directors, and the Directors thereof shall be elected at the Annual Meeting of the Stockholders of this Corporation as a condition precedent to holding an Office or being a Director or Agent in this Corporation. The Officers and Directors of this Corporation shall have and enjoy all the rights, privileges, and immunities of a Corporation operating under the Laws of the State of Florida, appertaining thereto at the time of the Incorporation hereof and any Amendments thereto. The number and

nature of the Offices in this Corporation subsequent to the initial Offices may be increased, deleted or changed by the By-Laws of this Corporation in keeping with the Laws of the State of Florida appertaining thereto.

IN WITNESS WHEREOF, the undersigned Subscriber has executed the foregoing Articles of Incorporation, this 6th day of May, 1996.

SIGNED IN THE PRESENCE OF:

M. E. O. N.

Helen I. Sarver  
Helen I. Sarver

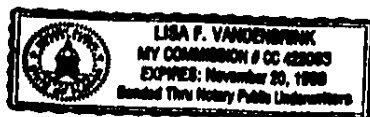
STATE OF FLORIDA  
COUNTY OF LEE

Before me, the undersigned authority, personally appeared HELEN I. SARVER who upon first being duly sworn, deposes and says that she has read the foregoing Articles of Incorporation, and that she has executed the same freely and voluntarily.

Witness my hand and official seal this 6th day of May, 1996, at Fort Myers, Florida.

Lisa F. VanderBrink  
NOTARY PUBLIC STATE OF FLORIDA  
AT LARGE

My commission expires:



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30 MAY -9 PM 4:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: GULF COAST MANAGEMENT SERVICES, INC.
2. The name and address of the registered agent and office is:

HELEN I. SARVER  
10060 AMBERWOOD ROAD, SUITE 3  
FORT MYERS, FLORIDA 33913

Robert E. Gelles  
Robert E. Gelles  
President  
Title  
5/7/96  
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Helen I. Sarver  
Helen I. Sarver  
5/6/96  
Date