

P96000055435

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
96 JUL -1 AM 11:45  
RECEIVED  
TALLAHASSEE, FLORIDA

AL JUL - 1 1996.

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY \_\_\_\_\_

WALK-IN 7/1 12:00  
Will Pick Up \_\_\_\_\_

NE: Great Southern  
Stone Inc.

No 53085

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Statement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) pgs.		
SUBTOTALS		

200001880242  
-07/01/96--01028--015  
\*\*\*122.50 \*\*\*122.50

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

RECEIVED  
96 JUL -1 AM 11:25  
DIVISION OF CORPORATION

Please remit Invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

**ARTICLES OF INCORPORATION**

**OF**

**GREAT SOUTHERN STONE INC.**

FILED

96 JUL -1 AM 11:45

STATE OF FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, hereby certify, declare and set forth as follows, to wit;

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**GREAT SOUTHERN STONE INC.**

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock of this corporation shall be Six Hundred Shares (600) at \$1.00 per share par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the stockholders of this corporation.

#### ARTICLE IV

##### CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be Six Hundred Dollars (\$600.00).

#### ARTICLE V

##### CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

#### ARTICLE VI

##### PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be 603 WEST PROSPECT ROAD, FT. LAUDERDALE, FLORIDA 33309, with the privilege of having branch offices at other places within or without the State of Florida.

#### ARTICLE VII

##### REGISTERED OFFICE AND REGISTERED AGENT

The name of the corporation's registered agent is Randolph H. Strauss, Esquire, 2625 NE 14th Avenue, Suite 100, Ft. Lauderdale, Florida, 33334.

#### ARTICLE VIII

##### OFFICERS AND DIRECTORS

The names and addresses of the first directors and officers of the corporation who shall hold office for the first year or until their successors are chosen shall be:

NAME	ADDRESS	OFFICE
WILLIAM SCHWIMER	603 WEST PROSPECT RD. FT. LAUDERDALE, Florida	President/Director
BRYANT FRAVEL	603 WEST PROSPECT RD. FT. LAUDERDALE, FLORIDA	Treasurer/Director
NEIL HAAS	603 WEST PROSPECT RD. FT. LAUDERDALE, FLORIDA	Secretary/Director

This corporation shall have at least one, but not more than four directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

#### **ARTICLE IX**

##### **SUBSCRIBERS**

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

NAME	ADDRESS	NO. OF SHARES
WILLIAM SCHWIMER	603 WEST PROSPECT RD. FT. LAUDERDALE, Florida	200
BRYANT FRAVEL	603 WEST PROSPECT RD. FT. LAUDERDALE, FLORIDA	200
NEIL HAAS	603 WEST PROSPECT RD. FT. LAUDERDALE, FLORIDA	200

#### **ARTICLE X**

Shares of stock held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of to this corporation. The price and terms at which, and the time within

which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

#### **ARTICLE XI**

Every shareholder, upon the sale for cash 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 XII**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the By-laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned being the original subscriber to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these

Articles, hereby declaring and certifying that the fact herein  
stated are true, this 26 day of JUNE, 1996.

IN THE PRESENCE OF:

Steve Schuman  
Witness

William P. Schwimer  
WILLIAM SCHWIMER

Eileen Kelley  
Witness

Steve Schuman  
Witness

B. D. Favel  
BRYANT FRAVEL

Eileen Kelley  
Witness

Steve Schuman  
Witness

Neil Haas  
NEIL HAAS

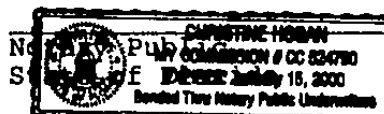
Eileen Kelley  
Witness

STATE OF FLORIDA )

COUNTY OF BROWARD )

I, the undersigned officer, duly authorized to take  
acknowledgements and administer oaths in the State of Florida at  
Large, hereby certify that before me personally appeared WILLIAM  
SCHWIMER, BRYANT FLAVEL and NEIL HAAS, to me well know to be the  
individual(s) described herein and who executed the foregoing  
Articles of Incorporation, and they acknowledged before me that  
they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last  
aforesaid this 26<sup>th</sup> day of JUNE, 1996.

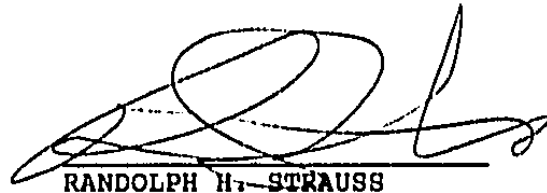


My commission expires:

Christine Hogan

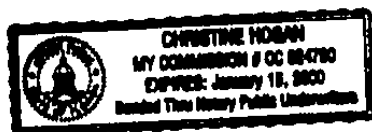
January 15, 2000

IN WITNESS WHEREOF, the undersigned being the registered agent to the corporation mentioned above, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, hereby states that I am familiar with and accept the duties and responsibilities as registered agent for said corporation, SIGNED THIS 24 DAY OF JUNE, 1996.

  
RANDOLPH H. STRAUSS

I, the undersigned officer, duly authorized to take acknowledge and administer oaths in the state of Florida at Large, hereby certify that before me personally appeared RANDOLPH H. STRAUSS to me well known to be the individual described herein and who executed the foregoing ACCEPTANCE OF DUTIES OF REGISTERED AGENT for GREAT SOUTHERN STONE INC., and they acknowledge they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 24 day of JUNE, 1996.



  
NOTARY PUBLIC  
STATE OF FLORIDA

FILED  
96 JUL -1 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000055435

LAW OFFICE  
RANDOLPH H. STRAUSS, P.A.  
ATTORNEY AT LAW

2025 N.E. 14TH AVE., SUITE 100  
FORT LAUDERDALE, FL 33334

TEL: (954) 500-5297  
BEEPER: (954) 992-3333  
FAX: (954) 505-2401  
E-MAIL: MAK0254@AOL.COM

May 1, 1997

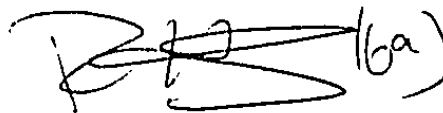
Division of Corporations  
Annual Report Section  
P.O. Box 1500  
Tallahassee, Florida 32302-1500

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-05/02/97--01118--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/ Madam:

Enclosed please find the filing fee for the Randolph H. Strauss, P.A. corporation, as well as a change of Registered Agent for Great Southern Stone, Inc.

Respectfully,



Randolph H. Strauss, P.A.

FILED  
97 MAY -2 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RA Chg.

V8 MAY 1 2 1997



Florida Department of State, Sandra B. Mortherm, Secretary of State

# STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Groat Southern Stone, Inc.

1b. The mailing address of the corporation is: 701 NW 19th Street No.:409  
Ft. Lauderdale, Florida 33311

1c. Date of Incorporation and the document number 7/1/96 & P96-000055435

2. The name and address of the current Registered Agent

Randolph H. Strauss, P.A.

2625 NE 14th Avenue, Ste. 100

Ft. Lauderdale, Fl. 33304

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

William Schwimer

701 NW 19th Street, no.:409

Ft. Lauderdale, Fl. 33311

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

William P. Schwimer  
(Signature of an officer, chairman or vice chairman of the board)

4/25/97  
(Date)

WILLIAM P. SCHWIMER

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

William P. Schwimer  
(Signature of Registered Agent)

4/25/97  
(Date)

If signing on behalf of an entity:

William Schwimer

(Typed or Printed Name)

President

(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILED  
97 MAY -2 PM 12:17  
TALLAHASSEE, FLORIDA