

P96000065010

(SAMPLE LETTER OF TRANSMITTAL)

Date July 30, 1996

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

900001911879
-08/02/96--01064--018
****122.50 ****122.50

Re: GRAHAM GROUP CORPORATION, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

REE GRAHAM

(individual's name)

GRAHAM GROUP CORPORATION

(name of corporation)

AUG 5 1996

B5B

MAILING ADDRESS OF CORPORATION

GRAHAM GROUP CORP

3400 West Vine Street Suite B
Kissimmee, Florida 34741

407 PHONE 846-0171

()
Area Code Number Ext.

FILED
AUG -2 11:10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

GRAHAM GROUP CORPORATION

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

GRAHAM GROUP CORPORATION

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (\$00) of One Dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Elizabeth O'Tan		
ADDRESS	3400 West Vine St. Suite B		
CITY	Kissimmee	FLORIDA	ZIP 34741

The principal office, if known, or the mailing address of the corporation is:

NAME	GRAHAM GROUP CORPORATION		
ADDRESS	3400 West Vine St.		
CITY	KISSIMMEE	FLORIDA	ZIP 34741

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	REE GRAHAM		
ADDRESS	3400 West Vine St.		
CITY	Kissimmee	STATE Florida	ZIP 34741
NAME	JENNY GRAHAM		
ADDRESS	3400 West Vine St. Suite B		
CITY	Kissimmee	STATE Florida	ZIP 34741
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	REE GRAHAM		
ADDRESS	3400 West Vine Street		
CITY	Kissimmee	STATE	Florida ZIP 34741
NAME	JENNY GRAHAM		
ADDRESS	3400 West Vine St.		
CITY	KISSIMMEE	STATE	FLORIDA ZIP 34741
NAME	Elizabeth O'Tan		
ADDRESS	3400 West Vine St.		
CITY	Kissimmee	STATE	Florida ZIP 34741

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 30th day of July, 1996.

X REE GRAHAM *Ree Graham* (Seal)
X JENNY GRAHAM *Jenny Graham* (Seal)
X ELIZABETH O'TAN *Elizabeth O'Tan* (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

GRAHAM GROUP CORPORATION
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3400 West Vine Street
Suite B Kissimmee, Florida 34741

has named Elizabeth O'Tan
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

FILED
96 AUG -2 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

x Elizabeth O'Tan
(registered agent)