

1201 HAYS STREET
MIAMI, FL 33131
904-251-9171
904-251-0191

000-343-0086

996000065211



PRIESTHALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 042838 79811A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 5, 1996

ORDER TIME : 12:09 PM

ORDER NO. : 042838

CUSTOMER NO: 79811A

CUSTOMER: Don Zimmerman, Esq
DON F. ZIMMERMAN, ESQ

Suite A
2123 Northeast Coachman Road
Clearwater, FL 34625-2616

5000001912715
-00/05/96--01040--010
***122.50 ***122.50

DOMESTIC FILING

NAME: GULF BUSINESS DEVELOPMENT
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

cf
8/5/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG-5 PM 3:13

DON F. ZIMMERMAN

ATTORNEY AT LAW

2123 N.E. Conchman Road, Suite A

P.O. Box 6370

Clearwater, Florida 34626

(813) 443-8773

FAX: (813) 441-2304
July 31, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -5 PM 3:13

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: GULF BUSINESS DEVELOPMENT CORPORATION

Gentlemen:

Enclosed are two original Articles of Incorporation for the above-named corporation, along with two original Certificates Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May Be Served, for this corporation.

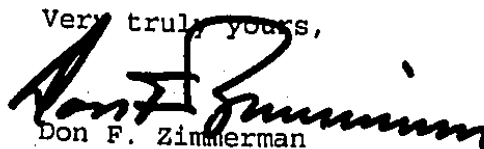
Also, enclosed is our check in the amount of \$122.50, representing the following fees with respect to this corporation:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00

TOTAL \$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to our office.

Very truly yours,


Don F. Zimmerman

DFZ:li

Enclosures

cc: Mr. Howard A. Osofsky

ARTICLES OF INCORPORATION
OF

GULF BUSINESS DEVELOPMENT CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE 1: NAME:

The name of this Corporation is: GULF BUSINESS DEVELOPMENT CORPORATION.

ARTICLE 2: DURATION:

The term of existence of the Corporation is perpetual.

ARTICLE 3: PURPOSE:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE 4: CAPITAL STOCK:

This Corporation is authorized to issue One Thousand (1000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT:

A. Principal Place of Business: The principal place of business and/or mailing address of this Corporation is 1264 Coverstone Court, Oldsmar, Florida 34677 and its registered office address is 1264 Coverstone Court, Oldsmar, Florida 34677.

B. Registered Agent: The name of the initial registered agent of this Corporation at that address is HOWARD A. OSOFSKY.

ARTICLE 6: INCORPORATOR:

The name and post office address of the sole incorporator is:

HOWARD A. OSOFSKY	1264 Coverstone Court Oldsmar, Florida 34677
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ARTICLE 7: INITIAL BOARD OF DIRECTORS:

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<u>Name</u>	<u>Address</u>
HOWARD A. OSOFSKY	1264 Coverstone Court Oldsmar, Florida 34677

ARTICLE 8: INDEMNIFICATION:

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

ARTICLE 9: AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 31 day of July, 1996.

BY: Howard A. Ososky
HOWARD A. OSOSKY
Incorporator

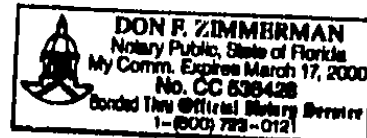
STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me
this 31 day of July, 1996, by HOWARD A. OSOSKY, as incorporator of
GULF BUSINESS DEVELOPMENT CORPORATION, a Florida corporation to be
formed, who is personally known to me, or who has produced a valid
Florida State Driver's License as identification.

Don F. Zimmerman
Signature

Don F. Zimmerman
Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires:

(SEAL)



CERTIFICATE
Designating Place of Business or Domicile
for the
Service of Process Within Florida,
Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted with respect to this corporation's replacement Registered Agent:

That GULF BUSINESS DEVELOPMENT CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its place of business at 1264 Coverstone Court, City of Oldsmar, State of Florida, has named HOWARD A. OSOFSKY, located at 1264 Coverstone Court, City of Oldsmar, State of Florida, as its agent to accept service of process within Florida.

Signature: Howard A. Osofsky
Title: Incorporator
Date: July 31, 1996

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

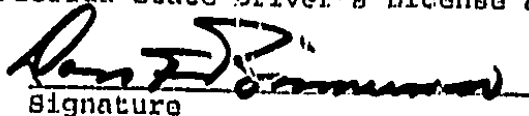
Signature: Howard A. Osofsky
Registered Agent
Date: July 31, 1996


STATE OF FLORIDA
COUNTY OF PINELLAS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG -5 PM 3:13

The foregoing instrument was acknowledged before me
this 31 day of July, 1996 by HOWARD A. OSOFSKY, who is personally
known to me, or who has produced a Florida State Driver's License as
identification.


Signature


Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires:

(SEAL)

