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THE REPORT OF THE PROPERTY OF

REFERENCE: 048264 7114031

AUTHORIZATION: latuci

COST LIMIT : \$ 70.00

ORDER DATE : August 8, 1996

ORDER TIME : 11:14 AM

ORDER NO. : 048264

CUSTOMER NO: 7114031

200001818612

CUSTOMER: Mr. Sloan F. Gillman

MR. SLOAN F. GILLMAN

2787 Calais Drive

West Palm Beach, FL 33410

DOMESTIC FILING

NAME: CHARLES GRAY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

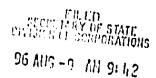
CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

(8/12/94

DIVISION OF CORPORATION

96 AUG -9 PH 2: 38



ARTICLES OF INCORPORATION

OF

CHARLES GRAY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: CHARLES GRAY, INC.

The address of the principal office of this corporation shall be 2787 Calais Drive, West Palm Beach, Florida 33410, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICIE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Sloan F. Gillman

2787 Calais Drive Palm Beach Gardens, Florida 33410

FILED SECRETARY OF STATE DIVISION OF STATE

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 9, 1996.

Incorporator

It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: <u>Nelvorah</u> <u>N. Skipper</u>

It's Agent, Deborah'D. Skipper
Authorized Service Representative
Corporation Service Company

JAB/DKS