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TRANSMITTAL LETTER

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

200001963062 -10/03/96--01044--001 *****70.00 *****70.00

SUBJECT: GENERAL CATALYSTS, INC.

(Proposed corporate name - must include suffix)

Enclo	sed is an origina \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 \$131.25 Filing Fee Filing Fee, & Certified Copy & Certificate Additional Copy Required	96 OCT -8 AH SECRETARY GT TALLAHASSEE.F	
	FROM:		AND M. JONES (printed or typed)	7: 52 STATE LORIDA	20°
		401 NE 1	MIZNER BLVD, SUITE T	:422	
			50-3323 Telephone number		

B. REGISTER OCT 1 1 1996

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a curporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GENERAL CATALYSTS, INC.



ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

401 NE MIZNER BLVD, SUITE T-422 BOCA RATON, FL 33432

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 COMMON SHARES, NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

CLEVELAND M- JONES 401 NE MIZNER BLUD, SUITE T-422 BOCA RATON, FL 33432

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CLEVELAND M. JONES (PRESIDENT)
401 NE HIZNER BLUD., SUITE T. 42Z
BOCA RATON, FL 3343Z

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

04 day of 0070BETE 1996.

(An additional article must be added if an effective date is requested.)

Cleveland M. or Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF 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:	GENERAL	CATALYSTS,	INC.
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2. The name and address of the registered agent and office is:

401 NE MIZNER BLVD, SUITE T-422 ST. (P.O. Box or Mail Drop Box NOT ACCEPTABLE)

BOCA RATON, FL 3343Z

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.

Cliveland M. John Detober 4, 1996
(SIGNATURE) (DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314