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GOTTLIEB & GOTTLIEB, P.A.
ATTORNEYS AND COUNSELORS AT LAW
2475 Enterprise Road, Suite 100
Clearwater, Florida 34623
(813) 791-1977
FAX 791-8090

October 24, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE FLORIDA 32314

IN RE: GEIGER BUILDING, INC.

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-10/29/96--01012--006
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Gentlemen:

Enclosed are the original and one copy of the *Articles of Incorporation* and the *Acceptance of Appointment as Registered Agent* of the above-captioned corporation.

Also enclosed, please find our check in the amount of \$122.50 which comprises the filing fee of \$35.00, certified copy fee of \$52.50, and registered agent designation fee of \$35.00; all for the above-captioned corporation.

Please file the enclosed documents and return a certified copy to the undersigned.

Should you have any questions or wish to discuss this matter further, please feel free to contact us.

Sincerely yours,

GOTTLIEB & GOTTLIEB, P.A.

By:



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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

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CORPORATIONS
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1 CORPORATE NAME - The name of the Corporation is:

GEIGER BUILDING, INC.

2 PRINCIPAL OFFICE - The principal place of business and mailing address of this corporation shall be:

**9250 N. 56th St.
Tampa, Florida 33617**

3 CAPITAL STOCK - The number of shares of stock that the Corporation is authorized to have outstanding at any one time is One Thousand (1,000). The Corporation elects to have preemptive rights.

4 INITIAL REGISTERED AGENT AND ADDRESS - The name and address of the initial registered agent is:

**GOTTLIEB & GOTTLIEB, P.A.
Attorneys and Counselors at Law
2475 Enterprise Road, Suite 100
Clearwater, Florida 34623**

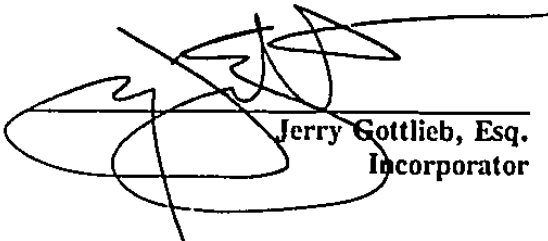
5 INITIAL DIRECTORS AND ADDRESSES - The name and street address of each of the initial Directors of the Corporation are:

**FRED A. GEIGER
9250 N. 56th St.
Tampa, Florida 33617**

6 INCORPORATOR - The name and street address of each incorporator to these Articles of Incorporation are:

**JERRY GOTTLIEB, ESQ.
2475 Enterprise Road, Suite 100
Clearwater, Florida 34623**

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on October 24, 1996.




Jerry Gottlieb, Esq.
Incorporator

ARTICLES OF INCORPORATION

Page 2

STATE OF FLORIDA)
COUNTY OF PINELLAS) ss.

The foregoing Articles of Incorporation were acknowledged before me on October 24, 1996, by Jerry Gottlieb, Esq., who is personally known to me.



Notary Public



**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

for

GEIGER BUILDING, INC.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with, and accept, the obligations of our position as Registered Agent.

GOTTLIEB & GOTTLIEB, P.A.
Attorneys and Counselors at Law
2475 Enterprise Road, Suite 100
Clearwater, Florida 34623

By: _____


Jerry Gottlieb, Esq.

996000089168

GOTTLIEB & GOTTLIEB, P.A.
ATTORNEYS AND COUNSELORS AT LAW
2475 Enterprise Road, Suite 100
Clearwater, Florida 34623
(813) 791-1977
FAX 791-8090

December 13, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

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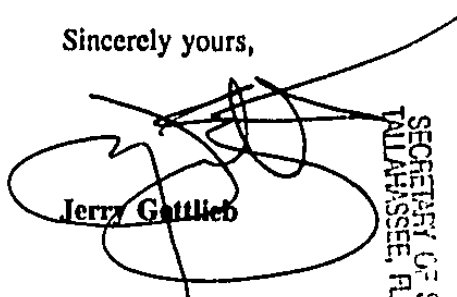
IN RE: ARTICLES OF AMENDMENT
GEIGER BUILDING, INC.

To Whom It May Concern:

Enclosed please find the original and one copy of the *Articles of Amendment* for the above-captioned corporation. Enclosed is our check in the amount of \$87.50 for filing fees (\$35.00) and for preparation of a certified copy (\$52.50). Please return the certified copy to us at the address above.

Should you have any questions or wish to discuss this matter further, please feel free to contact us.

Sincerely yours,


Jerry Gottlieb

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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kf
Encs.

Handwritten notes: *OK 196000089168 NC 12-17-96 * Cert Copy*

ARTICLES OF AMENDMENT

1 CORPORATE NAME - The name of the Corporation is:

GEIGER BUILDING, INC.

2 AMENDMENTS - The *Articles of Incorporation*, which were previously filed with the Florida Department of State on October 28, 1996, and assigned document number P96000089168, are hereby amended in the following particulars:

2.1 Article 1, entitled "Corporate Name" is hereby amended to read as follows:

The name of the corporation is: **GEIGER BUILDING CO.**

3 DATE OF ADOPTION - The foregoing amendment was adopted on November 22, 1996.

IN WITNESS WHEREOF, the undersigned, being all of the Shareholders and Directors of the corporation have executed these *Articles of Amendment* on November 22, 1996.

GEIGER BUILDING, INC.

By: *Fred A. Geiger*
FRED A. GEIGER

96 DEC 17 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA)
COUNTY OF PINELLAS) ss.

The foregoing Articles of Incorporation were acknowledged before me on November 22, 1996, Fred A. Geiger, the sole shareholder and director of Geiger Building, Inc., a Florida corporation, personally and on behalf of said corporation, and who is personally known to me.

Francine Leirer
Notary Public



FRANCINE LEIRER
My Commission CC344811
Expires Mar. 06, 1998
Bonded by HAI
800-422-1555