

LAW OFFICES OF
ALLEN, VASQUEZ & HARGROVE, P.A.

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EMILY J. HARRIS
SHELLON LINDO
JENNA MARTIN
JULIA MEDIA
ALISON KRUSE EADIE

Sandra Morham
Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: Incorporation Documents of G & G Adventures, Inc.

Dear Ms. Morham,

Please find enclosed the following documents regarding the corporate formation of the above referenced legal professional service corporation:

- i. An original and copy of the Articles of Incorporation;
- ii. A Certificate of Designation of Registered Agent/Registered Office; and,
- iii. A check in the amount of \$122.50, payable to the Secretary of State, covering the costs of the corporate filing fee of \$35.00, the certified copy fee of \$52.50, and the registered agent/office fee of \$35.00.

Also, the undersigned request that the foregoing filing be expedited so that the undersigned's client can obtain license within the next fifteen (15) days.

Please send any communications regarding the above referenced matter and request for expedited filing to the undersigned to the address indicated in the letterhead above.

CDH/scl
Enclosures

Sincerely,

Charles D. Hargrove

LAKE CRYSTAL AND HISTORIC DISTRICT
228 ANNIE STREET
ORLANDO, FLORIDA 32800

TELEPHONE: (407) 423-8822
TELEFAX: (407) 425-1755
TOLL FREE: (800) 392-4686

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ARTICLES OF INCORPORATION
OF
G & G ADVENTURES, INC.

The undersigned incorporator is forming a for-profit corporation in accordance with Chapter 607 of the Florida Statutes and adopts the following articles of corporation.

ARTICLE I
NAME

The name of the corporation is G & G ADVENTURES, INC.

ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 565 Norht Highway 17-92, Longwood, Florida 32750. The name of the initial registered agent of the corporation is Charles D. Hargrove, Esq., of the Law Offices of Allen, Vasquez & Hargrove, P.A., located at 228 Annie Street, Florida 32806.

Orlando

ARTICLE III
DURATION

The period of the corporation's duration shall be perpetual or until dissolved pursuant Chapter 607 of the Florida Statutes.

ARTICLE IV
PURPOSE

This corporation is organized for the following purposes:

A. To engage in the business of selling new/used motor vehicles including, but not limited to automobiles, motorcycles, RV's and boats.

B. To own property, enter contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

C. To operate as a for-profit business to exercise all rights and powers conferred by the laws of the State of Florida upon for-profit corporations, including without limiting the generality of the foregoing, to make contracts, incur liabilities, or transact any lawful business within and without the State of Florida.

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**ARTICLE V
DIRECTORS**

The name and address of each initial Director of the Corporation is as follows:

Raymond J. Gatz, III
8362 Rambling River Drive
Sanford, Florida 32771

**ARTICLE VI
OFFICERS**

The officers of the Corporation shall consist of a president, secretary, and treasurer. The name, address, and title of each initial Officer of the Corporation is as follows:

Raymond J. Gatz, III, President, Secretary, and Treasurer
8362 Rambling River Drive
Sanford, Florida 32771

**ARTICLE VII
CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock and have a value of \$1 per share.

**ARTICLE VIII
CORPORATE POWERS**

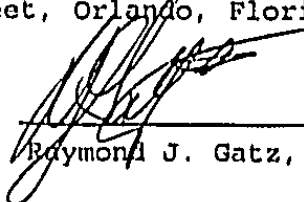
The corporation shall have all the rights and powers now or subsequently conferred on for-profit corporations by the laws of the State of Florida.

**ARTICLE IX
INCORPORATOR**

The name and street address of the person signing these articles of incorporation as an incorporator is:

<u>Name</u>	<u>Address</u>
Raymond J. Gatz, III	8362 Rambling River Drive Sanford, Florida 32771

The undersigned incorporator of this corporation, has executed these articles of incorporation at the Law Offices of Allen, Vasquez & Hargrove, 228 Annie Street, Orlando, Florida 32806, on this 20th day of November, 1996.



Raymond J. Gatz, III

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned professional service 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 professional service corporation is:

G & G Adventures, Inc.

2. The name and address of the registered agent and office is:

CHARLES D. HARGROVE, ESQ.
ALLEN, VASQUEZ, HARGROVE & THILLMAN, P.A.
228 ANNIE STREET,
ORLANDO, FLORIDA 32806

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACED 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.

DATE: November 20, 1996

SIGNATURE: _____

Charles D. Hargrove

