

P96000097587

LAW OFFICES

WILLIAM GUNDLACH, P.A.

2780 EAST OAKLAND PARK BOULEVARD

FORT LAUDERDALE, FLORIDA 33306

TELEPHONE (305) 564 0500

FAX (305) 564 4597

November 19, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: GOCO ASSOCIATES CORP.

800002014838--5
-11/26/96--01137--008
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of GOCO ASSOCIATES CORP. Enclosed please find our check in the amount of \$122.50 to cover all costs as follows:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	<u>35.00</u>

TOTAL AMOUNT \$122.50

Sincerely yours,


William Gundlach

WG:ak
Enclosures

Dmc
12/3/96

FILED
NOV 25 11:10:13
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GOCO ASSOCIATES CORP.

FILED

96 NOV 25 AM 10:13

TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these Articles of Incorporation provide that:

ARTICLE I

NAME

The name of this corporation shall be GOCO ASSOCIATES CORP.

ARTICLE I

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of this corporation and its mailing address is 1640 West Oakland Park Boulevard, Suite 401, Fort Lauderdale, Florida 33311.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Ten Dollar (\$10.00) par value common stock. Pre-emptive rights are granted to all holders of common stock notwithstanding Section 607.0630(c)(3) of the Florida Business Corporation Act.

ARTICLE IV

INITIAL REGISTERED OFFICE AND

INITIAL REGISTERED AGENT

The street address of the corporation's initial registered office is 1640 West Oakland Park

Boulevard, Suite 401, Fort Lauderdale, Florida 33311, and the name of the initial registered agent of the corporation at that office is BERNARD GRESLIN, whose written acceptance as required in Section 607.0501(3) appears at the end of the Articles of Incorporation.

ARTICLE V

DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws of the corporation but shall never be less than two. The first elected directors shall serve the corporation for the first three years of the corporation.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator of the incorporation is BERNARD GRESLIN, 7300 Dover Court, Parkland, Florida 33067.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 20 day of November, 1996.



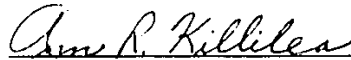
BERNARD GRESLIN

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared BERNARD GRESLIN, personally known: ☒ OR produced identification: __; Type of identification produced: __; to me known to be the personal described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 20 day of November, 1996.



Notary Public

My Commission Expires:



Ann R. Killilea
MY COMMISSION # CC292416 EXPIRES
July 25, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

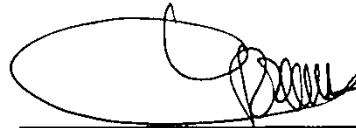
CERTIFICATE OF
APPOINTMENT AND ACCEPTANCE OF REGISTERED AGENT
FOR GOCO ASSOCIATES CORP.

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95 NOV 25 10:13

TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501(3), Florida Statutes, I, BERNARD GRESLIN, whose address is 7300 Dover Court, Parkland, Florida 33067, hereby accept the appointment as Registered Agent of GOCO ASSOCIATES CORP. and acknowledge that I am familiar with and accept the obligations of that position.

A handwritten signature in black ink, appearing to read 'Bernard Greslin', is written over a horizontal line.

BERNARD GRESLIN

FROM : GRIMES, GOEBEL, ET AL.

941 748 0158

1996.12-02

10:28

#123 P.01/05

12/02/96
FLORIDA DIVISION CORPORATION
PUBLIC ACCESS SYSTEM
ELECTRONIC FILE COVER SHEET
H96000016834
TO: DIRECTOR OF FLORIDA
FAX # (941) 748-0151

FROM: GRIMES, GOEBEL, GRIMES & HAWKINS, P.A.
CONTACT: CHERYL COMSTOCK
PHONE: (941) 748-0151

ACCT#: 072460000742

FAX #: (941) 748-0158

NAME: GULFWIND EMBROIDERY AND APPAREL, INC.
AUDIT NUMBER.....H96000016834
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
CERT. COPIES.....1 DEL.METHOD.. FAX
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Connect: 00:05:02

W96-25146
12/2/96
496-54202

**Grimes Goebel Grimes
Hawkins & Gladfelter, P.A.**
1023 Manatee Avenue West
Bradenton, Florida 34205

**FACSIMILE
TRANSMISSION COVER SHEET**

To: Dana Calloway
Florida Department of State

Telecopier phone number: 1-904-922-4001

From: Dawn M. Kauffman

Telecopier phone number: 941-748-0158

Date: Dec. 3, 96 Time: 10:15

Number of pages, including this cover sheet: 6

Client/matter number: 96420.00

Comments/special instructions:

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If you have any questions or experience any problems in receiving this transmission, please call 941-748-0151.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

GRIMES, GOEBEL, GRIMES & HAWKINS, P.A.

SUBJECT: GULFWIND EMBROIDERY AND APPAREL, INC.
REF: W96000025146

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000016834
Letter Number: 796A00053943

H96000016834

**ARTICLES OF INCORPORATION
OF**

GULFWIND EMBROIDERY AND APPAREL, INC.

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of the corporation shall be GULFWIND EMBROIDERY AND APPAREL, INC. The Principal office and mailing address shall be 4214 18th Avenue Drive West, Bradenton, Florida, 34205.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act and activity business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1000 shares of common stock having a nominal par value of 10\100 Dollars (\$0.10) per share.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 1023 Manatee Avenue West, Bradenton, Florida 34206, and the initial registered agent will be William S. Galvano. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida and/or select a new registered agent.

ARTICLE VI. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is William S. Galvano, whose address is 1023 Manatee Avenue West, Bradenton, Florida 34206.

William S. Galvano, Esquire Florida Bar: 966487
Grimes Goebel Grimes & Hawkins, P.A.
1023 Manatee Avenue West
Bradenton, Florida 32406
(941) 748-0151 fax (941) 748-0158


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ARTICLE XII. AFFILIATED TRANSACTIONS

This corporation elects not to be governed by the provisions of Sections 607.090, *Florida Statutes (1993)*, regarding affiliated transactions.

IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes therein set forth.


WILLIAM S. GALVANO

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned notary public, personally appeared WILLIAM S. GALVANO, known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes therein set forth. He is personally known to me and did (✓) did not () take an oath.

SWORN TO AND SUBSCRIBED before me this 2ND day of December, 1996.



CAROL E. DIMON
My Commission CC443958
Expires Mar. 10, 1999
Bonded by ANB
800-652-5878


Signature of Notary Public

CAROL E. DIMON
Printed name of Notary Public

Serial/Commission Number

My commission expires:

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ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial Directors of this corporation and their street addresses are:

<u>Name</u>	<u>Address</u>
James D. Whalen	4550 47th Street West Apartment 111 Bradenton, Florida 34210
Jackie M. Cline	5403 Aloha Drive St. Petersburg Beach, Florida 33706
Walter Stern III	4214 18th Avenue Drive West Bradenton, Florida 34205

ARTICLE IX. OFFICERS

The executive offices of this corporation shall be a President, Vice President, Secretary and Treasurer. Any person may hold two or more offices. The corporation may also have such other officer and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

ARTICLE XI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase its pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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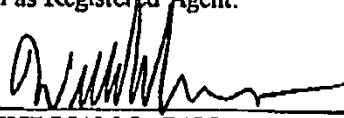
CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Sections 617.0501, 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 GULFWIND EMBROIDERY AND APPAREL, INC.
2. The name and address of the Registered Agent and office is: William S. Galvano, 1023 Manatee Avenue West, Bradenton, Florida 34206.

ACKNOWLEDGMENT

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.



WILLIAM S. GALVANO
Registered Agent

DATED this the 2ND day of December, 1996.

C:\WPDOCS\CORP\GALVANO\GULFWIND\ARTICLES.WPD\mk November 27, 1996

H96000016834