

Jeffrey A. King, P.A.

ATTORNEY AT LAW

2071 MAIN STREET
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ALSO ADMITTED TO PRACTICE IN WYOMING

P960000099397

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-12/03/96--01056--006
*****70.00 *****70.00

Re: GATOR WORKS, INC.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Incorporation and the Acceptance by the Registered Agent for the above captioned corporation and my check in the amount of \$70.00 covering the following fees:

Filing fee \$ 35.00
Registered Agent Designation 35.00

Please file the original and return the enclosed copy of the Articles and return it to my office.

Thank you for your courtesy.

Very truly yours,

Jeffrey A. King

Jeffrey A. King, Esq.

EFFECTIVE DATE

12-1-96

JAK/gs
enclosures

DEC 10 1996

USB

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

GATOR WORKS, INC.

EFFECTIVE DATE

12-1-96

The undersigned, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

GATOR WORKS, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock with a par value of \$1.00 per share. The Board of Directors may dispose of the authorized, but unissued stock from time to time.

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the

corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI. RESTRICTION ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 2207 89th Street N.W., Bradenton, Florida 34209, and the name of the initial registered agent at such address is:

WILLIAM AUSTIN LEDGERWOOD

ARTICLE VII(B). ADDRESS OF CORPORATION

The address of the principal office and the mailing address of the corporation is 2207 89th Street N.W., Bradenton, Florida 34209, which is the same as the address of the registered agent.

ARTICLE VIII. DIRECTORS

This corporation shall have one (1) director initially. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of each member of the first Board of Directors is:

William Austin Ledgerwood 2207 89th Street N.W.
Bradenton, Florida 34209

ARTICLE IX. INCORPORATOR

The street address of the incorporator is 2207 89th Street N.W., Bradenton, Florida 34209 and the name of the incorporator is WILLIAM AUSTIN LEDGERWOOD.

ARTICLE X. COMMENCEMENT OF EXISTENCE

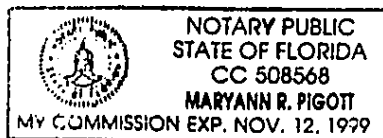
The corporation shall be deemed to commence its existence on December 1, 1996.

IN WITNESS WHEREOF, the Incorporator has subscribed his name this 27th day of November, 1996.

William Austin Ledgerwood
William Austin Ledgerwood

STATE OF FLORIDA)
COUNTY OF Sarasota)

SWORN TO AND SUBSCRIBED before me this 27th day of November, 1996, by WILLIAM AUSTIN LEDGERWOOD, personally known to me or who provided _____ as identification.



Maryann R. Pigott
Notary Public MARYANN R. PIGOTT
My commission expires:
11/12/99

Jeffrey A. King, Esq.
2071 Main Street
Sarasota, Florida 34237
941/954-5585
Florida Bar No. 342238

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A C C E P T A N C E

Having been named as registered agent for GATOR WORKS, INC., at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 27th day of November, 1996.

William Austin Ledgerwood
William Austin Ledgerwood