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PETERMANN, SAXER & WELLS

ATTORNEYS AND COUNSELORS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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P. O. BOX 2379

FORT WALTON BEACH, FLORIDA 32549

WALTER J. SMITH  
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\*BOARD CERTIFIED CRIMINAL TRIAL LAWYER  
\*\*ALSO ADMITTED IN ALABAMA AND WYOMING

December 19, 1996

96 DEC 20 PM 2:13  
FILED  
TALLAHASSEE, FLORIDA  
TELEPHONE (904) 243-8104  
TELECOPIER (904) 664-5728

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

ATTENTION: NEW FILINGS SECTION

RE: GMP of Fort Walton Beach, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above Corporation. Please file the original in your office and return to us one certified copy.

Enclosed herewith is check in the amount of \$122.50 covering the filing fee, one certified copy of the Articles of Incorporation, and Certificate of Designating Registered Agent.

Sincerely,

*Nancy Shimet*

Nancy M. Shimet  
Legal Assistant to  
RICHARD P. PETERMANN

/nms

Enclosure

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ARTICLES OF INCORPORATION  
OF  
GMP OF FORT WALTON BEACH, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is GMP OF FORT WALTON BEACH, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is 348 SW Miracle Strip Parkway, Fort Walton Beach, Florida 32548.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be Thomas D. Sieck, 348 Miracle Strip Pkwy., Fort Walton Beach, Florida 32548.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VIII. INITIAL DIRECTORS

The name of the initial director of this corporation and their street addresses is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas D. Sieck	348 SW Miracle Strip Pkwy. Fort Walton Beach, FL 32548
Gary Paulzak	348 SW Miracle Strip Pkwy. Fort Walton Beach, FL 32548

The person(s) named as initial director(s) shall hold office for the first year of existence of this corporation or until their/his/her successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE IX. INCORPORATOR

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas D. Sieck	348 SW Miracle Strip Pkwy. Fort Walton Beach, FL 32548
Gary Paulzak	348 SW Miracle Strip Pkwy. Fort Walton Beach, FL 32548

#### ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention

that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 29 day of November, 1996.

Thomas D. Sieck  
Thomas D. Sieck

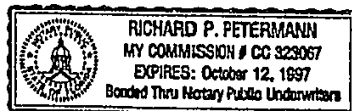
Gary Paulzak  
Gary Paulzak

FILED  
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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, a Notary Public personally appeared Thomas D. Sieck and Gary Paulzak to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on the 29 day of Nov, 1996.

Richard P. Petermann  
Print Name  
NOTARY PUBLIC



**ACCEPTANCE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

Thomas D. Sieck  
Thomas D. Sieck