

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 96 DEC 30 PM 1:38
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AL DEC 30 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	12/30		
TIME			CK No.
BY			

WALK-IN Will Pick Up 10:15 *[Signature]*

RE: Gavin, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS _____

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

96 DEC 30 PM 9:57
 RECEIVED
 DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
GAVIN, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this corporation is **GAVIN, INC.**

**ARTICLE II
DURATION**

This corporation shall have perpetual existence, commencing on the date of filing of these Articles with the Secretary of State of the State of Florida.

**ARTICLE III
PURPOSE**

This corporation is organized for purposes of transacting any and all lawful business.

**ARTICLE IV
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V
CAPITAL STOCK**

A. The corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated as "common shares".

B. Except as otherwise provided by law or in the By-laws of the corporation, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI
PREEMPTIVE RIGHTS**

Every shareholder, upon the issuance or sale for cash of any stock of this corporation, shall have the right to purchase his 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.

**ARTICLE VI
OFFICE AND REGISTERED AGENT**

The initial street address of the principal and registered office of this corporation is 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Maurice Shams. The Board of Directors may move the principal registered office to 190 W. Westmonte Drive, Altamonte Springs, Florida 32714, or to any other address in Florida and change the corporation's registered agent.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

John J. Gavin, Jr.	Daniel G. Gavin
190 W. Westmonte Drive	190 W. Westmonte Drive
Altamonte Springs, Florida 32714	Altamonte Springs, Florida 32714

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Maurice Shams
Moran & Shams, P.A.
111 North Orange Avenue, Suite 1200
Post Office Box 472
Orlando, Florida 32802

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

**ARTICLE X
OFFICERS**

The bylaws of the corporation shall provide for certain officers and the duties of all officers and prescribe the time and manner of their election. The initial officers of the corporation shall be:

John J. Gavin, Jr.	President and Treasurer
Daniel G. Gavin	Vice President and Secretary

**ARTICLE XI
MEETINGS**

The procedure of all meetings and actions of shareholders and directors without a meeting, shall be included in the bylaws of the corporation.

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OFFICE OF THE CLERK OF THE
TALLAHASSEE COUNTY, FLORIDA

**ARTICLE XII
AMENDMENT**

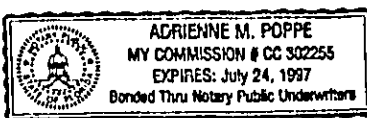
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

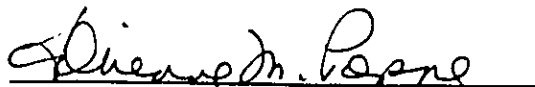
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of December, 1996.


Maurice Shams, Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 27 day of December, 1996, by Maurice Shams, who (☒) is personally known to me OR () produced _____ as identification.




Notary Public, State of Florida
Print Name: ADRIENNE M POPPE
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN SUCH 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.


Maurice Shams
Registered Agent