

P97000005787



ACCOUNT NO. : 072100000032

REFERENCE : 216690 80731A

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia Pizzuto*

ORDER DATE : January 9, 1997

ORDER TIME : 2:36 PM

ORDER NO. : 216690-005

800002062598--6

CUSTOMER NO: 80731A

CUSTOMER: Ms. Valerie Klause  
JAMES E. WADE III

116 Bushnell Plaza  
Bushnell, FL 33513

RECEIVED  
97 JAN 17 PM 4:12  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: GHL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

FILED  
97 JAN 17 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*KR*  
1-21-97

ARTICLES OF INCORPORATION  
OF  
GHL, INC.

FILED  
97 JAN 17 PM 3:44  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GHL, INC.

The address of the principal office of this corporation shall be 6692 East Highway 466, Oxford, Florida 34484, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6692 East Highway 466, Oxford, Florida 34484, and the name of the initial registered agent of the corporation at that address is Patricia Lounsbury.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Graeme Henry Lagden  
Dir.

6692 East Highway 466  
Oxford, Florida 34484

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Graeme Henry Lagden	6692 East Highway 466
Pres.	Oxford, Florida 34484

Patricia Lounsbury	Same
Sec./Treas.	

#### ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

#### ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on January 9, 1997.

CORPORATION SERVICE COMPANY

By: Deborah H. Skipper

DKS/vlp

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 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: GHL, INC.

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

Patricia Lounsbury

(Name)

6692 East Highway 466

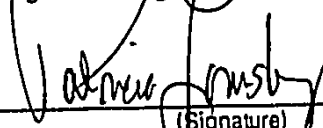
(P.O. Box not acceptable)

Oxford, Florida 34484

(City/State/Zip)

FILED  
97 JAN 17 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

  
(Signature)  
Patricia Lounsbury