



# THE COMPANY CORPORATION

113 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P 97000010701

January 23, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-01/30/97--01103--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: GAMCO, Inc.  
P3316215GAGAM

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for GAMCO, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

*R. Cephas*

Regina Cephas  
Vice President

enc.

FILED  
97 JAN 30 PM 5:14  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

ON FEB - 3 1997

ARTICLES OF INCORPORATION  
OF

GAMCO, INC.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be GAMCO, Inc.
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643.  
The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 15424 N.E. 2nd Ave., Miami, FL 33162.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 1,000 shares at \$1.00 par value.
- SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Cesar Gamez-15424 N.E. 2nd Ave., Miami, FL 33162.  
Estella Gamez-Same as above.
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
- Alison Kochie - 1313 N. Market St., Wilmington  
DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 23rd day of January 1997.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 23rd day of January, by Alison Kochie.

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

Notary Public

This document was prepared by, Alison Kochie, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this GAMCO, Inc. desiring to  
organize under the laws of the state of Florida with its principal place of business located in the  
city of Miami, State of Florida, has named Larry Wolfe  
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of  
process within Florida.

Having been named to accept service of process for the above stated corporation, at the  
place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of my  
duties.

  
Larry Wolfe

January 23, 1997

Date

FILED  
97 JAN 30 PM 5:14  
SECR  
TALLAHASSEE, FLORIDA