

TRANSMITTAL LETTER

*97000013755*  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: G.S.R.S.S., Inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$78.75, for the filing fee and a certificate.

SIGNED: *Rhett A. Gerzel*

From:

Rhett A. Gerzel  
3006 Oranole Road  
Orlando, Florida 32810  
(407) 298-4985

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*2/12*

**ARTICLES OF INCORPORATION  
OF  
G.S.R.S.S., Inc.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being a natural person of at least 18 years of age, does hereby act as the incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation is: **G.S.R.S.S., Inc.**

**ARTICLE II**

The principal place of business and mailing address of this corporation is 5637 Carder Road, Orlando, Florida 32810

**ARTICLE III**

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, which shares are to be without par value and shall be designated as Common Stock.

**ARTICLE IV**

The name and address of the initial registered agent is:

Bobby A. Varma  
1425 State Route 434, Suite 109  
Longwood, Florida 32750

**ARTICLE V**

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

Rhett A. Gerzel  
3006 Oranole Road  
Orlando, Florida 32810

#### **ARTICLE VI**

The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve in the initial board of directors are:

Rhett A. Gerzel  
3006 Oranole Road  
Orlando, Florida 32810

Robert A. Gerzel, Jr.  
4262 Morena Lane  
Jacksonville, Florida 32207

#### **ARTICLE VII**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be formed under the Florida Business Corporation Act. The corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval being first obtained.

#### **ARTICLE VIII**

No director of the corporation shall be liable to the corporation or its shareholders for any damages for any breach of duty in such capacity, provided that this provision shall not eliminate or limit: (I) the liability of any director if judgment or other final adjudication adverse to him establishes that his acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage to which he was not legally entitled or that his acts violated the Florida Business Corporation Act; or (ii) the liability of any director for any act or omission prior to the adoption of this Article. If the Florida Business Corporation Act shall be amended after adoption of this provision to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent provided by the Florida Business Corporation Act, as so amended from time to time. No repeal or modification of this provision by the shareholders shall adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

#### **ARTICLE IX**

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all members of the

board consent in writing to the adoption of resolution authorizing the action.

#### ARTICLE X

Any one or more members of the Board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment allowing all participants to hear each other at the same time.

#### ARTICLE XI

The effective date of these Articles of Incorporation is February 12, 1997.

The undersigned has executed these Articles of Incorporation this 6<sup>th</sup> day of February, 1997.

Rhett A. Gerzel  
Rhett A. Gerzel, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 6th day of February, 1997 by Rhett A. Gerzel, as the Incorporator to these Articles of Incorporation. He is personally known to me or has produced \_\_\_\_\_ as identification and ~~did~~ (did not) take an oath.

Michelle L. Remele

Notary Public

My commission expires: 3/3/98



Michelle L. Remele  
My Commission CC094068  
Expires March 3, 1998

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes 1993.



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Bobby A. Varma  
Registered Agent

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