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13161 MCGREGOR BLVD., SUITE F
FORT MYERS, FL 33919-5940

July 2, 1997

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of: GULFSTREAM MANUFACTURING, INC.

Dear Sir or Madam:

Enclosed find the original and duplicate copy of the proposed Articles of Incorporation for the above referenced corporation.

Also enclosed find my client's check in the amount of \$122.50 to cover the cost of filing, charter tax, certified copy and Resident Agent Certificate.

Please endorse your approval of these Articles on the duplicate copy, certify same and return to this Office. Thank you in advance for your assistance and cooperation in this matter.

Sincerely,



ROCHELLE Z. CATZ
Attorney-at-Law

RZC:rc

Enclosures

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -7 PM 3:31

1-9-97
WS

**ARTICLES OF INCORPORATION
OF
GULFSTREAM MANUFACTURING, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

GULFSTREAM MANUFACTURING, INC.

ARTICLE II

Principal Office

The principal office of the corporation shall be:

13161 McGregor Boulevard, Suite F
Fort Myers, Florida 33919

The mailing address of the corporation shall be:

13161 McGregor Boulevard, Suite F
Fort Myers, Florida 33919

ARTICLE III

Shares

The number of shares the corporation is authorized to issue is One Thousand (1,000).

ARTICLE IV

Initial Registered Agent and Address

The street address of the initial registered office of the corporation is 13161 McGregor Boulevard, Suite F, Fort Myers, Florida 33919 and the name of the initial registered agent of the corporation at such address is **ROCHELLE Z. CATZ.**

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DIVISION OF STATE
SECRETARIES OF CORPORATIONS

ARTICLE V

Officers and Directors

The name and address of the officers and directors are:

JOHN CAITO, President/Treasurer
10500 McGregor Boulevard
Fort Myers, FL 33919

ROCHELLE Z. CATZ, Secretary
13161 McGregor Boulevard, Suite F
Fort Myers, FL 33919

ARTICLE VI

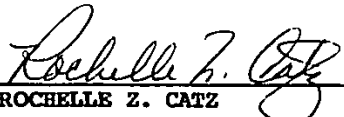
Incorporator

The name and address of the initial incorporator is:

ROCHELLE Z. CATZ

13161 McGregor Blvd.
Suite F
Fort Myers, FL 33919

IN WITNESS WHEREOF, I have hereunto set my hand and
seal, acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida, this 2nd day of July 1997.


ROCHELLE Z. CATZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -7 PM 3:31

Pursuant to the provisions of section 607.0501, 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:

GULFSTREAM MANUFACTURING, INC.

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

ROCHELLE Z. CATZ
13161 McGregor Boulevard
Fort Myers, Florida 33919

Signature: John Carter

Title: President

Date: July 1, 1997

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: Rochelle Z. Catz

Date: July 1, 1997