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TRANSMITTAL LETTER

FILED

97 AUG 21 PM 12:27

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: GERARD P. SIMPSON & ASSOCIATES, INC.
(Proposed corporate name - must include suffix)

000002274040--1
-08/21/97--01107--006
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GERARD P. SIMPSON
Name (Printed or typed)

3621 SW Bimini Circle N.
Address

PALEM CITY, FL. 34990
City, State & Zip

(561) 287-0470
Daytime Telephone number

PK 8/21/97

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

GERARD P. SIMPSON + ASSOCIATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3621 S.W. BIMINI CIRCLE N.
PALM CITY, FL. 34990

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

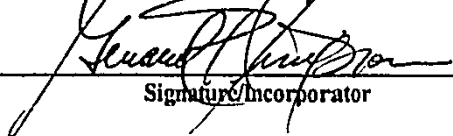
The name and Florida street address of the initial registered agent are:

GERARD P. SIMPSON
3621 S.W. BIMINI CIRCLE N.
PALM CITY, FL. 34990

ARTICLE V INCORPORATOR

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

GERARD P. SIMPSON
3621 S.W. BIMINI CIRCLE N.
PALM CITY, FL. 34990



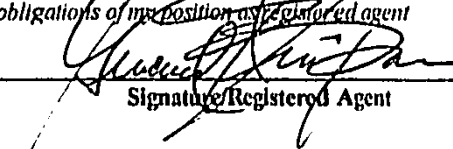
Signature/Incorporator

8/18/97

Date

(An additional article must be added if an effective date is requested.)

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/Registered Agent

8/18/97

Date