

197000074341

Management Reports & Services, Inc. 8920 Seminole Blvd. Seminole, FL 34642

> (813) 397-3892 (800) 899-5659 Fax (813) 392-5195

June 18, 1997

Secretary of State
Division of Corporations
409 Gaines Street
PO Box 6327
Tallahassee, FL 32314-6327

RE: G&S Inc.

500002222906--0 -06/25/97--01096--001 *****70.00 ******70.00

Enclosed please find two sets of originals of the Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of \$70.00 for filing of the Articles of Incorporation (this includes designation of registration agent). It is my understanding that your office will return a date-stamped copy of the Articles of Incorporation and, therefore, I am not including the additional charge for the certified copy.

Thank you for your prompt attention to this matter. If you should have any questions, please give me a call.

Sincerely,

M C Cabello Branch Manager

cc: G&S Enterprises, Inc. file

FILED SECRETARY OF STATE STATE OF CERFORATE



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 26, 1997

MANAGEMENT REPORTS & SERVICES, INC. 8920 SEMINOLE BLVD. SEMINOLE, FL 34642

SUBJECT: G & S ENTERPRISES, INC. Ref. Number: W97000014891

We have received your document for G & S ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Letter Number: 197A00033821

Randall Purintun
Document Specialist

FILED
GEORETARY OF STATE
MINISTER OF CORPORATIONS

ARTICLES OF INCORPORATION

97 AUG 27 AH II: 19

OF

G & S

, INC.

The undersigned incorporator of these Articles of Incorporation does hereby form a corporation pursuant to the Florida General Corporation Act and does hereby adopt the following Articles of Incorporation:

ARTICLE ONE NAME AND PRINCIPAL OFFICE

The name of this Corporation is G & S , Inc. The corporations principal office is located at 1626 Ledgestone Drive, Brandon, FL 33511.

ARTICLE TWO DURATION

The Corporation is to exist perpetually.

ARTICLE THREE PURPOSE

This Corporation is organized to transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, including purchase and resale of goods to the general public.

ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 10,000 shares of Common Stock, each having a par value of One Dollar (\$1.00). Once issued, all shares shall be deemed fully paid and non-assessable.

ARTICLE FIVE PREEMPTIVE RIGHTS

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasure shares.

ARTICLE SIX TRANSFER OF SHARES

All of the issued and outstanding shares of the Corporation shall be made subject to restrictions on transferability by agreement among the holders of the shares. A copy of such agreement shall be kept on file at the principal office of the Corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the Corporation at reasonable times during business hours.

ARTICLE SEVEN REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation 1626 Ledgestone Drive, Brandon, FL 33511 and the name of the initial registered agent at such address is Satya Chapalamadugu, whose acceptance is noted below.

I am familiar with and accept the duties and responsibilities as registered agent for this Corporation.

Accepted by Satya Chapalamadugu

ARTICLE EIGHT DIRECTORS

The Board of Directors will consist of no less than one and no more than five Directors, the exact number to be determined by the Bylaws (with any modification or change in number, within this range, to also be by amendment to the Bylaws). The initial Board of Directors will consist of 1 (One) member: Satya Chapalamadugu.

ARTICLE NINE INCORPORATION

The name and address of the person signing these Articles is: Satya Chapalamadugu, 1626 Ledgestone Drive, Brandon, FL 33511.

ARTICLE TEN INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer and Director, to the full extent permitted by law.

ARTICLE ELEVEN OTHER PROVISIONS

There are no other provisions for the regulation of the internal affairs of this Corporation except as set forth in the Bylaws of the Corporation.

In Witness Whereof, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of June 1997.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged and sworn to by me this 20th day of June 1997, by Satya Chapalamadugu, who (N) is personally known to me () produced as identification.

(SEAL)

Mauree C. CABELLO (printed name of notary)

(SEAL)

MAUREEN C. CABELLO (serial number, if any)

MAUREEN C. CABELLO
My Comm Exp. 12/04/99
Bonded By Service Ins
No. CC512305