

P97000098244

November 14, 1997

Department of State  
Corporate Records/  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000002349160--8  
-11/17/97--01111--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

EFFECTIVE DATE  
1-1-98

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of: G&R LEE ENTERPRISES, INC..

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as :G&R LEE ENTERPRISES, INC. is appreciated.

Respectfully,



GEORGE R. LEE  
3600 Lone Pine Rd.  
Delray Beach, FL 33445  
(561) 637-9883

October 29, 1997

Department of State  
Corporate Records/  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**EFFECTIVE DATE**  
1-1-98

Dear Secretary of State:

*rec'd  
11-5*

Enclosed find one original and a copy of the Articles of Corporation of: G&R LEE ENTERPRISES, INC..

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as : G&R LEE ENTERPRISES, INC. is appreciated.

Respectfully,

*George R. Lee*

GEORGE R. LEE  
3600 Lone Pine Rd.  
Delray Beach, FL 33445

*W97-25145*



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

November 5, 1997

**GEORGE R. LEE**  
3600 LONE PINE RD.  
DELRAY BEACH, FL 33445

**SUBJECT: G & R LEE ENTERPRISES, INC.**  
Ref. Number: W97000025145

We have received your document for G & R LEE ENTERPRISES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Article EIGHT states there will be ONE director(s), whereas FOUR is/are listed.

Please return the original and one copy of 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 (850) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 197A00053561

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE  
1-1-98

G&R LEE ENTERPRISES, INC.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: G&R LEE ENTERPRISES, INC.  
The principle address of the corporation is: 3600 Lone Pine Rd., Delray Beach, FL 33445.

ARTICLE TWO

This corporation shall commence its existence on January 1, 1998 and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

#### ARTICLE FOUR

This corporation is authorized to issue 100 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

#### ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE SIX

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

#### ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 3600 Lone Pine Rd., Delray Beach, FL 33445 , and the name of its initial registered agent of this corporation is: GEORGE R. LEE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
GEORGE R. LEE

## ARTICLE EIGHT

This corporation shall have at least ~~four~~ directors initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial directors of this corporation is:

Name	Mailing Address
GEORGE R. LEE - CEO	3600 Lone Pine Rd. Delray Beach, FL 33445
RUTH H. LEE - President	3600 Lone Pine Rd. Delray Beach, FL 33445
DAVID MEDICUS - Vice President	3600 Lone Pine Rd. Delray Beach, FL 33445
LAURA MEDICUS - Vice President	3600 Lone Pine Rd. Delray Beach, FL 33445

## ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

## ARTICLE TEN

The name and address of the incorporator for this corporation is:

GEORGE R. LEE, 3600 Lone Pine Rd. Delray Beach, FL 33445

  
Incorporator: GEORGE R. LEE


## ARTICLE ELEVEN

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

## ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of October, 1997.

  
\_\_\_\_\_  
GEORGE R. LEE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said act:

FIRST: that G&R LEE ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Delray Beach, County of Palm Beach, State of Florida, has named GEORGE R. LEE located at: 3600 Lone Pine Rd., Delray Beach, FL 33445, County of Palm Beach, State of Florida, as its agent to accept service of process with the state.

ACKNOWLEDGMENT: MUST BE SIGNED BY DESIGNATED AGENT

Having been named to accept service of process for the above corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



By: GEORGE R. LEE

Registered Agent