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FILED
97 NOV 24 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 19, 1997

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

Att: New Incorporations

Re: GRN INDUSTRIES, INC.

200002355062--5
-11/24/97--01031--006
****122.50 ****122.50

Dear Sirs:

Enclosed please find the original executed Articles of Incorporation for the above-named proposed new for-profit corporation.

Also enclosed is my client's check in the amount of \$122.50 to cover all required filing fees and certified copy costs. An extra set of the Articles of Incorporation is attached for certification purposes.

Please return the certified copy of the filed Articles to me at the above stated address. Thank you for your assistance.

Sincerely,



Daniel R. Horvath,
Attorney at Law

DRH/rwl

Hand
11/25/97

ARTICLES OF INCORPORATION

GRN INDUSTRIES, INC.

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THE UNDERSIGNED, Incorporators of, GRN Industries, Inc. do hereby adopt and file these Articles of Incorporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: GRN INDUSTRIES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be: 653 South "I" Street, Pensacola, Florida 32501.

ARTICLE III - PURPOSES AND POWERS

The corporation is formed for the primary purpose of engaging in such activities as are permissible under the laws of the State of Florida. The corporation shall have and shall exercise all such powers as may be authorized for corporations under the laws of the State of Florida.

ARTICLE IV - BOARD OF DIRECTORS

The number of directors on the board of directors of the corporation shall be as stated in the Bylaws of the corporation, but shall never be less than one (1) director. The names and addresses of the persons who shall serve as the initial directors of the corporation are:

Kelly LaBombard
653 South "I" Street
Pensacola, Florida 32501

ARTICLE V -BYLAWS

The board of directors may provide such Bylaws for the conduct of the business of the corporation and the carrying out of its purposes as it may deem necessary. The Bylaws may be repealed or amended, and new Bylaws may be adopted, by the board of directors.

ARTICLE VI - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of no par common stock.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the person who shall serve as the initial Registered Agent of the corporation shall be:

Kelly LaBombard
653 South "I" Street
Pensacola, Florida 32501

ARTICLE VIII - INCORPORATOR


The name and address of the person who shall serve as the Incorporator of the corporation shall be:

Kelly LaBombard
653 South "I" Street
Pensacola, Florida 32501

ARTICLE IX - TERM OF EXISTENCE

The corporation shall exist perpetually, unless dissolved according to law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 21 day of November, 1997.



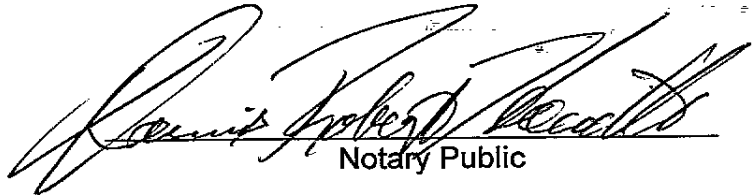
Kelly LaBombard

**STATE OF FLORIDA
COUNTY OF ESCAMBIA**

On November 21, 1997 before me the undersigned, a Notary Public in an for the State of Florida, personally appeared Kelly LaBombard, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same for the purposes therein stated.

WITNESS, my hand and official seal:

My Commission Expires:



Notary Public

Daniel Robert Horvath

"Notary Public-State of Florida"

My Commission Expires Nov. 13, 1999

CC 494861

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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: **GRN INDUSTRIES, INC.**
2. The name and address of the registered agent and registered office is:

Kelly LaBombard
653 South "I" Street
Pensacola , Florida 32501

SIGNATURE _____

KELLY LABOMBARD

TITLE _____

DATE _____

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 _____

KELLY LABOMBARD

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TALLAHASSEE, FLORIDA