

Robert G. Gargiulo
Attorney at Law
Suite D-1
4301 32nd Street West
Bradenton, FL 34205

Admitted
Florida New York

Phone (941) 753-0302
Fax (941) 753-8936

State of Florida
Department of State
Division of Corporations
Attn: New Filings Section
P.O. Box 6327
Tallahassee, FL 34314

January 5, 1998
P98000002589

700002393587--0
-01/08/98--01024--012
****280.00 *****70.00

Re: 4 Incorporations
Gordon Shook Services, Inc.
Yvonne E. Shook, C.P.A., P.A.
Joe Fisher Enterprises, Inc.
Grand-Sharp Rehab., P.A.

Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation of each of the referenced corporations for filing by your Department. Also enclosed is my check for \$280.00 for filing fees.

Please call me if there is any problem with filing these certificates of incorporation. In addition, any correspondence regarding the filing the certificate of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

Sincerely,



Robert G. Gargiulo

FILED
98 JAN -8 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01-05-98

encl 9

PN 1-9-98

**ARTICLES OF INCORPORATION
OF
GORDON SHOOK SERVICES INC.**

FILED
98 JAN -8 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

EFFECTIVE DATE

01-05-98

ARTICLE I.

The name of the Corporation shall be GORDON SHOOK SERVICES INC.

ARTICLE II.

The principal place of business of the Corporation is 515 Kumquat Drive, Anna Maria, Florida. The mailing address of the Corporation is Post Office Box 1637, Anna Maria, Florida 34216.

ARTICLE III.

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of no par value.

ARTICLE IV.

The Board of Directors may authorize the issuance of all or any portion of the corporation's shares without certificates.

ARTICLE V.

The name and address of the initial registered agent is:

Yvonne E. Shook
Suite 160
5910 Cortez Road West
Bradenton, Florida 34210

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

ARTICLE VI.

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

Yvonne E. Shook
Suite 160
5910 Cortez Road West
Bradenton, Florida 34210

ARTICLE VII.

The general nature of the business to be transacted by this Corporation is: to engage in building and property maintenance and related services; and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

ARTICLE VIII.

The amount of capital the Corporation will begin business is not less than five Hundred (\$500.00) Dollars.

ARTICLE IX.

This Corporation shall initially have one (1) director. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE X.

The name and address of the member of the initial Board of Directors is:

Gordon Shook
515 Kumquat Drive
Anna Maria, Florida 34216

ARTICLE XI.

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders, and at a stockholders' meeting approved by a majority of stockholders entitled to vote thereon unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII.

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding preemptive rights.

ARTICLE XIII.

This Corporation elects not to be governed by the provisions of Florida Statute 607.0901 dealing with affiliated transactions.

ARTICLE XIV.

Pursuant to the provisions of Florida Statute 607.0203, this Corporation shall begin existence at 12:01 AM on January 5, 1998.

EFFECTIVE DATE

01-05-98

Yvonne E. Shook
Yvonne E. Shook, Incorporator

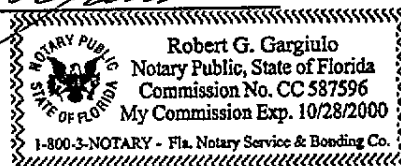
State of Florida)
County of Manatee)

FILED
98 JAN -8 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

On the 5th day of January, 1998, before me personally appeared Gordon Shook, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that he executed the same freely and voluntarily for the purposes therein contained. He is personally known to me or has produced _____ as identification and ~~did~~ (did not) take an oath.

Robert G. Gargiulo

ACCEPTANCE BY REGISTER AGENT



Have been named as registered agent and designated to accept service of process for the above corporation, 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.

Date: 1/5/98

Yvonne E. Shook
Yvonne E. Shook