

P98000003988



ACCOUNT NO. : 072100000032

REFERENCE : 666668 4320166

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : January 13, 1998

ORDER TIME : 3:07 PM

ORDER NO. : 666668-005

200002399192--8

CUSTOMER NO: 4320166

CUSTOMER: Ross Gertner, Esq
BATHGATE WEGENER & WOLF

One Airport Road
Po Box 2043
Lakewood, NJ 08701

DOMESTIC FILING

NAME: GED SALES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 AM 9:45

RECEIVED
98 JAN 13 PM 4:28
DIVISION OF CORPORATIONS
[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 AM 9:45

ARTICLES OF INCORPORATION
OF
GED SALES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GED SALES, INC.

The address of the principal office of this corporation shall be 1093 Route 88, Lakewood, New Jersey 08701 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2500 shares of common stock having No par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Gordon Strout Dir.	1093 Route 88 Lakewood, New Jersey 08701
William Richard Clayton Dir.	515 Lakewood-New Egypt Road Lakewood, New Jersey 08701
Douglas Clayton Dir.	515 Lakewood-New Egypt Road Lakewood, New Jersey 08701

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98 JAN 13 AM 9:45

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on JANUARY 13, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar