

7/07/98

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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FAX #: (305)541-3770

NAME: M.G. GILMAN, INC.

AUDIT NUMBER.....H98000012604

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 8, 1998

EMPIRE

SUBJECT: M.G. GILMAN, INC.
REF: W98000015474

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000012604
Letter Number: 498A00036457

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ARTICLES OF INCORPORATION
OF
M.G. GILMAN, INC.

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TALLAHASSEE FLORIDA

The undersigned incorporator for the purpose of forming a corporation pursuant to Florida Statutes Chapter 607 hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: M.G. GILMAN, INC.

ARTICLE II NATURE OF BUSINESS

The corporation is formed for the provision of products and services for pecuniary profit and may conduct any and all lawful business.

ARTICLE III AUTHORIZED SHARES

The aggregate number of shares and their par value that this corporation is authorized to have outstanding at any one time is:

— 10,000 — Shares of No Par Value

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By: William D. Tucker, Esq.,
FBN: 865753, 735 N.E. 3rd Avenue,
Fort Lauderdale, FL 33304,
telephone: 954.453.4500

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ARTICLE V. OFFICERS AND DIRECTORS

The names and addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

President, Secretary, Treasurer: Mark G. Gilman, 730 N. Victoria Park Road, Ft. Lauderdale, FL 33304

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is: MARK G. GILMAN, 730 N. Victoria Park Road, Ft. Lauderdale, Florida 33304.

ARTICLE VII. PRINCIPAL OFFICE

The principal offices of the corporation are located at: 730 N. Victoria Park Road, Ft. Lauderdale, FL 33304

ARTICLE VIII. INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent and the initial registered office are: William D. Tucker, Esq., 735 N.E. Third Avenue, Fort Lauderdale, FL 33304

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this June 25, 1998.

Prepared By: William D. Tucker, Esq.,
FBN: 865753, 735 N.E. 3rd Avenue,
Fort Lauderdale, FL 33304,
telephone: 354.453.4500

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Mark Gilman

State of Florida

ss

County of Broward

THE FOREGOING Articles of Incorporation were acknowledged and sworn to before me by Mark Gilman, 730 N. Victoria Park Road, Fort Lauderdale, FL 33304, this June 25, 1998.


Notary Public



William D. Tucker
MY COMMISSION # CC658238 EXPIRES
June 23, 2001
BONDED THRU TROY FARM INSURANCE, INC.

e:\gilman.inc\articles of incorporation

Prepared By: William D. Tucker, Esq.,
FBN: 865753, 735 N.E. 3rd Avenue,
Fort Lauderdale, FL 33304,
telephone: 954.453.4500

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

In accordance with Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- M.G. Gilman, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Fort Lauderdale, has named WILLIAM D. TUCKER, ESQ., with offices located at 735 N.E. Third Avenue, Fort Lauderdale, FL 33004, as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

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


 William D. Tucker, Resident Agent

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 TALLAHASSEE FLORIDA

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