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P98000060759

June 24, 1998

EFFECTIVE DATE
7/7/98

Division of Corporations
Attn: New Filings
Post Office Box 6327
Tallahassee, Florida 32314

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-06/29/98--01100--018
*****70.00 *****70.00

Re: **Gu-Ru Enterprises, Inc.**

Gentlemen:

Enclosed please find the original Articles of Incorporation of Gu-Ru Enterprises, Inc. Please file these Articles and return a file-stamped copy to our office. Also enclosed is our check in the amount of \$70.00 representing the filing fee and registered agent designation fee.

Thank you for your assistance. Please call if you have any questions.

Sincerely,

Judy A. Cosgrove
Judy A. Cosgrove

Legal Assistant to Neal A. Sivyver

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TALLAHASSEE, FLORIDA

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Enclosures

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1998

JUDY A. COSGROVE
220 S. FRANKLIN ST.
TAMPA, FL 33602

SUBJECT: GU-RU ENTERPRISES, INC.
Ref. Number: W98000015063

We have received your document for GU-RU ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 098A00035699

ARTICLES OF INCORPORATION
OF
GU-RU ENTERPRISES, INC.

EFFECTIVE DATE
7/7/98

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
Corporate Name and Principal Office

The name of this corporation is Gu-Ru Enterprises, Inc., and its principal office and mailing address is 3305 West San Pedro Street, Tampa, Florida 33629.

ARTICLE II
Commencement of Corporate Existence

The corporation shall come into existence on July 7, 1998.

ARTICLE III
General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV
Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 100 shares of common stock, each with a par value of \$1.00. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to

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vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

ARTICLE V
Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 3305 San Pedro Street, Tampa, Florida 33629, and the initial registered agent of the corporation at such address is Pasquale A. Russo, II.

ARTICLE VI
Incorporator

The name and address of the corporation's incorporator is Pasquale A. Russo, II, 3305 San Pedro Street, Tampa, Florida 33629.

ARTICLE VII
By-Laws

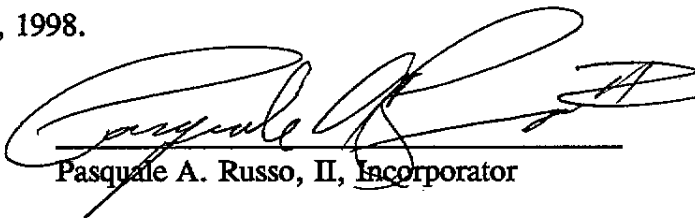
The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

ARTICLE VIII
Indemnification

If the criteria set forth in §§ 607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in

the manner and to the extent contemplated by § 607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23 day of June, 1998.



Pasquale A. Russo, II, Incorporator

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**CERTIFICATE DESIGNATING
REGISTERED AGENT**


Pursuant to the provisions of §§ 48.091 and 607.0501, Florida Statutes, Gu-Ru Enterprises, Inc., desiring to organize under the laws of the State of Florida, hereby designates Pasquale A. Russo, II, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 3305 West San Pedro Street, Tampa, Florida 33629, as the business office of its Registered Agent, as its Registered Office.

GU-RU ENTERPRISES, INC.

By: 
Pasquale A. Russo, II, Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§ 48.091 and 607.0505, Florida Statutes.


Pasquale A. Russo, II

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