EVETT L. SIMMONS REGINALD J. CLYNE LYNN D. SOLOMON NOREEN S. DREYER* DONNA M. DOUGLAS** PADRICK A. PINKNEY DONNISE A. DESOUZA CHARLENE BELLINGER-HONIG SARA SIMMONS

AT

145 NW CENTRAL PARK PLAZA SUITE 200 PORT SAINT LUCIE, FL 34986 TELEPHONE (561) 340-7781 FACSIMILE (561) 340-0804

DOUGLAS CENTRE - PENTHOUSE TWO 2600 DOUGLAS ROAD CORAL GABLES, FL 33134 TELEPHONE (305) 446-3244 FACSIMILE (305) 446-3538 E-MAIL: clynelaw@icanect.net

> 67 WALL STREET - 5TH FLOOR NEW YORK, NY 10005 TELEPHONE (212) 422-0365 FACSIMILE (212) 422-0420

July 10, 1998

LISSETTE GORMAN *BOARD CERTIFIED CITY, COUNTY AND LOCAL GOVERNMENT LAWYER ALSO LICENSED IN OHIO

0000 le a

Port St. Lucie

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

--010 ****122.SD

In Re: GULFSTREAM DESIGNER SERVICES, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Incorporation for the abovenamed corporation. In addition, a check in the amount of \$122.50 is enclosed for the filing fee, certification fee and status report.

Please file the original of the enclosed Articles of Incorporation and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely,

SIMMONS & CLYNE, P.A.

Noreen S. Dreyer, Esquire

For the Firm

Enclosures

NSD/ckc

035\gulfstre\secst.ltr



ARTICLES OF INCORPORATION OF GULFSTREAM DESIGNER SERVICES, ANC.

The undersigned natural persons, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

I

Name of Corporation, Principal Office and Mailing Address

The name of this Corporation shall be GULFSTREAM DESIGNER SERVICES, INC. The principal office of this Corporation shall be 3182 Gran Parkway, Stuart, Florida. The mailing address of this Corporation shall be the same.

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these Articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render such services in the State of Florida.

III

Capital Stock

A. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be two thousand (2000) shares of common stock at one dollar (\$1.00) par value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV

Duration

The Corporation shall have perpetual existence.

 $\boldsymbol{\nu}$

Registered Agent

The address of this Corporation's initial registered office is 2380 NW Bay Colony Drive, Stuart, FL 34994, and the name of its initial Registered Agent at said address is Laurence R. Green.

VI

Incorporator

The names and addresses of the Incorporators are as follows:

Matthew Bartlett 2102 SW Oak Ridge Rd. Palm City, FL 34990 Laurence R. Green 2380 NW Bay Colony Drive Stuart, FL 34994

VII

Board of Directors

The Corporation shall have an initial Board of Directors consisting of two (2) persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders. The names and addresses of the initial Directors of this Corporation are:

Matthew Bartlett 2102 SW Oak Ridge Rd. Palm City, FL 34990

Laurence R. Green 2380 NW Bay Colony Drive Stuart, FL 34994

VIII

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX

Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

\boldsymbol{X}

Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Bylaws

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the members, by an affirmative vote of a majority of all the members present in person or by proxy.

In Witness Whereof, the u	indersigned Incorporators have executed these Articles
of Incorporation this day of	• – <u></u>
	By: Mallie Foot
	MATTHEW BARTLETT
	By: LAURENCE R. GREEN
State of Florida	LAURENCE R. GREEN
County of Martin	
#3634558543860 , is known	BARTLETT after producing Florida Driver's License in to be the person who executed the foregoing ARTICLES OF no acknowledged to and before me that he executed the same for and set forth.
In Witness Whereof,	I have hereunto set my hand and seal this day of
OFFICIAL NOTARY SEAL MARCELLA M CAPAR	NOTARY PUBLIC-State of Florida My commission expires: April 14, 2001
NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC638803 MY COMMISSION EXP. APR. 14,2001	My commission expires: April 14, 2001

State of Florida County of Martin

, 1998, #	by LAURENCE	Instrument was acknowledged before me this day of July R. GREEN, who after producing Florida Driver's License, is known to be the person who executed the foregoing ARTICLES OF
INCORPOR the uses and	ATION, as the Incorpor	prator, who acknowledged to and before me that he executed the same for
Suly	In Witness Wh	pereof, I have hereunto set my hand and seal this / day of NOTARY PUBLIC-State of Florida
S POTA	CHERYL K. CARR My Comm Exp. 11/04/200 Bonded By Service Ins No. CC596557	My commission expires: //- 4-00

CERTIFICATE DESIGNATING PLACES OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

That GULFSTREAM DESIGNER SERVICES, INC., a Corporation for Profit, has named LAURENCE R. GREEN, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

ALIDENCE D CREEN

035\GULFSTREAM\ARTICLES.INC

98 JUL 14 PM-4: 14
SELUAHASSEE FLORIDA