

P98000065591



ACCOUNT NO. : 072100000032

REFERENCE : 904897 122146A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 26, 1998

ORDER TIME : 9:02 AM

ORDER NO. : 904897-005

CUSTOMER NO: 122146A

CUSTOMER: Ms. Kelly A. Yeomans
WIESNER ASSOCIATES CHARTERED

Southtrust Bank Plaza, #870
1800 Second Street
Sarasota, FL 34236

700002598857--0
-07/27/98--01023--007
****122.50 ****122.50

DOMESTIC FILING

NAME: GANDOLFF INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 27 PM 12:05

8/1/98

RECEIVED
98 JUL 27 AM 10:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 27 PM 12:05

Articles of Incorporation

of

Gandolff Investments, Inc.

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

ARTICLE I

NAME & ADDRESS: The name of this Corporation is **Gandolff Investments, Inc.** The Corporation's business and mailing address shall be: 146 S. Washington Drive, Sarasota, FL 34236.

ARTICLE II

CORPORATE PURPOSES: The corporate purpose is to engage in any lawful acts, activities or businesses for which corporations may be organized under the laws of the State of Florida or the United States.

ARTICLE III

CAPITAL STOCK: The shares of stock of this Corporation shall consist of only one class. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is: Five Hundred (500) shares of Common Stock having (\$1.00) par value.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this Corporation will begin business will not be less than One Hundred Dollars (\$100.00).

ARTICLE V

TERM OF EXISTENCE: This Corporation is to exist perpetually.

ARTICLE VI

ADDRESS: The initial street address of the registered office of this Corporation in the State of Florida is: 1800 Second Street, Suite 870, Sarasota, Florida 34236. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent at aforesaid address shall be IRA S. WIESNER, ESQ.

ARTICLE VII

DIRECTORS: This Corporation shall have one (1) Director initially. The number of Directors may be modified from time to time by By-Laws adopted by the Stockholders.

ARTICLE VIII

INITIAL DIRECTORS: The name and street address of the members of the first board of directors are:

Reuben M. Galston
146 S. Washington Drive
Sarasota, FL 34236

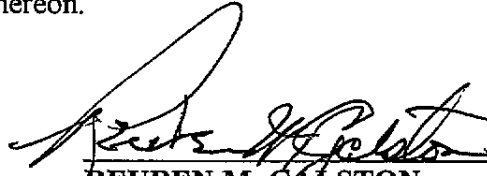
ARTICLE IX

INCORPORATORS: The name and street address of the Incorporator of these Articles of Incorporation is as follows:

Reuben M. Galston
146 S. Washington Drive
Sarasota, FL 34236

ARTICLE X

These Articles of Incorporation may be amended by Resolution adopted by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders Meeting by a majority of the stock entitled to vote thereon.

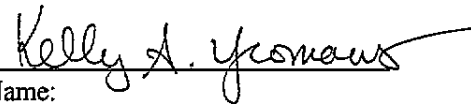

REUBEN M. GALSTON
"INCORPORATOR"

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of July, 1998,
by REUBEN M. GALSTON, who is personally known to me or has produced _____ as
identification.



KELLY A. YEOMANS
Notary Public, State of Florida
My Comm. Exp. Sept. 24, 2000
Comm. No. CC 587976


Name:
Notary Public, State of Florida
Commission Expires:
Commission No.:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

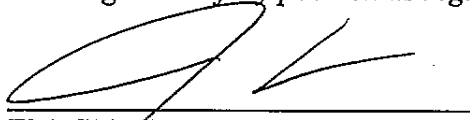
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 27 PM 12:05

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: Gandolff Investments, Inc.
2. The name and address of the registered agent and office is:

IRA S. WIESNER, ESQ.
1800 Second Street, Suite 870
Sarasota, FL 34236

Having been named Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, 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.


IRA STEWART WIESNER, ESQ.

7/20/98
date

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of July, 1998,
by IRA STEWART WIESNER, ESQ., who is personally known to me or has produced _____ as
identification.



KELLY A. YEOMANS
Notary Public, State of Florida
My Comm. Exp. Sept. 24, 2000
Comm. No. CC 587970

Kelly A. Yeomans
Name:
Notary Public, State of Florida
Commission Expires:
Commission No.: