FROM : ACCOUNTING

8/06/98 10:53 AM

FLORIDA DIVISION OF CORPORATIONS

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CONTACT: AL CLARK

PHONE: (813)398-6011

FAX #:

(813) 397-5189

NAME: GULF WESTWOOD PROPERTIES, INC.

AUDIT NUMBER...... H98000014592

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

PAGES..... 3

CERT. OF STATUS..0

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FROM: ACCOUNTING & TAX HELP INC. PHONE NO.: 8135287222 393 1766 Aug. 06 1998 10:35AM P2

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be

GULF WESTWOOD PROPERTIES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8668 PARK BLVD. SUITE A SEMINOLE, FL.33777

ARTICLE III SHARES

The number(s) of shares of stock that this corporation is authorized to have outstanding at any one time:

20,000SHARES 10,000 SHARES CLASS A COMMON VOTING 10,000 SHARES CLASS B PREFERRED NON VOTING **DURATION IS PERPETUAL**

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: prepared by:

Name: KIM S. OAK

Address, 8668 PARK BLVD, SUITE A

SEMINOLE, FL.33777

Accounting & Tax Help, INC. 8668 PARK BLVD Suite A SEMINOLE, Florida 33777

PH#727-398-6011

PHONE NO. : 8135287222 393 1766 Aug. 06 1998 10:35AM P3 FROM: ACCOUNTING & TAX HELP INC. 17273975189 AUG-25-1998 13:56 FROM OFFICE DEPOT 106 PMONE NO. : 9135087222 393 1766 Aug. 25 1998 02138FM P2 FROM : ACCOUNTING & TAX HELP INC. H980000 14592 3 ARTICLE V INCORPORATOR(S) See instructions for officers/directors and attest address(es) of the incorporator(s) to these Amicles of incorporation is(are): Kim S, Oak 8668 Park Blud, Suite A The undersigned incorporator(s) has (have) executed these Articles of Incorporation this (An additional article must be added if an effective data is requested.) Signature Signature Signature Notarization is not required officer title after a rigordare of an incom-constitute the designation of officers. H980000 14592

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

GULF WESTWOOD PROPERTIES, INC.

The name and address of the registered agent and office is:

Accounting & Tax Help, INC.
(Name)

8668 PARK BLVD., Suite A (P.O. Box not acceptable)

SEMINOLE Florida 33777 (City/State/Zip)

Having been named as 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.

al Clark

DATE 8-5-98

(Signature)
PRESIDENT

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORID