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Law Offices of
DOUGLAS J. BURNS

6500 Central Avenue
St. Petersburg, Florida 33707

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 PM 2:16

DOUGLAS J. BURNS, ESQUIRE
ALSO ADMITTED IN GEORGIA
ALSO CERTIFIED PUBLIC ACCOUNTANT, FLORIDA

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October 21, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002672411--1
-10/26/98-D1088-006
****122.50 *****78.75

Re: GCO GROUP, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for GCO GROUP, INC., along with a check in the amount of \$122.50 for the filing fee. Please file the Articles at your earliest convenience and return the confirmation of filing to this office.

Do not hesitate to contact me if you have questions. Thank you for your assistance.

Sincerely,

DOUGLAS J. BURNS, P.A.



For the Corporation

DJB:isb

Enclosures

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D. BROWN OCT 27 1998

**ARTICLES OF INCORPORATION
OF
GCO GROUP, INC.**

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The undersigned subscriber, he being a natural person, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF BUSINESS: The name of the proposed corporation shall be **GCO GROUP, INC.**

ARTICLE II

NATURE OF BUSINESS: The general nature and purpose of business to be transacted, promoted and carried on by the corporation is to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to be done or exercised by corporations organized for profit.

ARTICLE III

INITIAL CAPITAL: The amount of capital with which this corporation shall begin business is Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, said stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have a perpetual term of existence, commencing upon receipt of these Articles by the Secretary of State.

ARTICLE VI

ADDRESS OF BUSINESS: The initial address of the principal office of the proposed corporation in the State of Florida shall be:

6822 22ND AVENUE NO, #212
ST PETERSBURG, FLORIDA 33710

ARTICLE VII

DIRECTORS: The number of Directors of this corporation shall be no more than five (5) and no less than one (1) Director. The names and addresses of the Directors who shall hold office for the first year of existence of the corporation or until a successor or successors are elected or appointed and who have qualified are:

JUD SCOTT
6822 22ND AVENUE NO, #212
ST PETERSBURG, FLORIDA 33710

ARTICLE VIII

SUBSCRIBER: The name and address of the Subscriber of this corporation is:

JUD SCOTT
6822 22ND AVENUE NO, #212
ST PETERSBURG, FLORIDA 33710

ARTICLE IX

REGISTERED AGENT AND REGISTERED OFFICE: GCO GROUP, INC. names and designates JUD SCOTT the Registered Agent and also establishes 6822 22ND AVENUE NO, #212, ST PETERSBURG, FL 33710, as its

Registered Office within the State of Florida, pursuant to Section 607.164 Florida Statutes.

IN WITNESS WHEREOF, the undersigned subscriber to this instrument, Articles of Incorporation of **GCO GROUP, INC.** places his hand and seal this 16th day of October, 1998, at St. Petersburg, Florida.

In the presence of:

D. O. R.
WITNESS

JUD SCOTT
JUD SCOTT

Dolores Sandra Peace
WITNESS

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

BEFORE ME personally appeared JUD SCOTT, personally known to me or has produced FL DL# S300-424-58-292 as identification and who [did] [did not] take an oath, and known to be the person described in and who executed the foregoing instrument as Subscriber to the foregoing Articles of Incorporation who, after being first duly sworn, acknowledges that he executed same for the purposes set forth and that all information is true and correct to his best knowledge and belief.

WITNESS my hand and seal on this 16th day of October, 1998, at St. Petersburg, Florida.

Dolores Sandra Peace
NOTARY PUBLIC - STATE OF FLORIDA

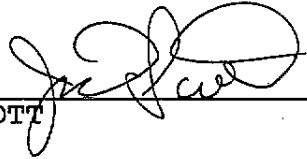
Printed Name: Dolores Sandra Peace
My Commission expires:



ACCEPTANCE BY REGISTERED AGENT

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DIVISION OF CORPORATIONS
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I, JUD SCOTT, 6822 22ND AVENUE NO, #212, ST PETERSBURG,
FLORIDA 33710, do hereby accept appointment as Registered Agent of
GCO GROUP, INC., together with the duties and responsibilities
attaching to such appointment.


JUD SCOTT

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

BEFORE ME personally appeared JUD SCOTT, to me well known or
has produced FL DC # S300-424-58-272-0 as identification and who [did]
[did not] take an oath, and known to be the person described in and
who executed the foregoing instrument and acknowledged to and
before me that he executed the said instrument for the purposes
therein expressed.

WITNESS my hand and seal this 16th day of October, 1998.


NOTARY PUBLIC - STATE OF FLORIDA

Printed Name: Dolores Sandra Peace
My Commission expires:

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Dolores Sandra Peace
My Commission CC579847
Expires Aug 25, 2000