

P98000104514

TRANSMITTAL LETTER

TO: Department Of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FROM: George L. Sigalos, Esq.
The Sanctuary Centre
4800 North Federal Highway
Suite 100-D
Boca Raton, FL 33431

RE: Articles of Incorporation – G & S DEVELOPMENT, INC.

DATE: December 9, 1998

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-12/10/98--01067--006
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also included is a check for :

xx \$70.00 or \$78.75
(Filing Fee) (Filing Fee & Certification)

Please provide the original and one conformed copy of the Articles of Incorporation and Designation of Registered Agent to the address set forth above.

Thank you for your assistance.

g:/clients/gouzoulis/letters/TRANSMITTAL LETTER dept. of state 12.9.98

FILED
98 DEC 17 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER DEC 17 1998
W98-27815

SIMON, SIGALOS & SPYREDES

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
THE SANCTUARY CENTRE
4800 NORTH FEDERAL HIGHWAY
SUITE 100-D
BOCA RATON, FLORIDA 33431

MICHAEL W. SIMON
GEORGE L. SIGALOS
ANASTASIOS TOM SPYREDES

TELEPHONE (561) 447-0017
FACSIMILE (561) 447-0018

December 15, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314
Attn: Beth Register
Corporate Specialist Supervisor

RE: Articles of Incorporation
G & S Realty Investments, Inc.
Ref. Number: W98000027815

Dear Ms. Register:

With reference to your letter dated December 11, 1998, enclosed please find an original and one copy of the corrected Articles of Incorporation for G & S Realty Investments, Inc. We are also returning a copy of your letter. You have on file our check in the sum of \$70.00.

Please provide the original and one conformed copy of the Articles of Incorporation and Designation of Registered Agent to the address set forth above.

As requested in your letter, we can be reached at the above address and telephone number.

Thank you for your assistance.

Very truly yours,



George L. Sigalos

GLS:ade

Encs.

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ARTICLES OF INCORPORATION
OF
G & S REALTY INVESTMENTS, INC.

FILED
98 DEC 17 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

G & S REALTY INVESTMENTS, INC.

The address of the principal office of this corporation shall be 350 S. E. Mizner Boulevard, #1406, Boca Raton, Florida 33432 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business consistent with the nature of the business set forth herein and permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT/ADDRESS

The street address of the initial registered office of the corporation shall be SIMON, SIGALOS & SPYREDES, P.A., The Sanctuary Centre, 4800 North Federal Highway, Suite 100-D, Boca Raton, Florida 33431 and the name of the initial registered agent of the corporation at that address is George L. Sigalos, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one or more Directors. The names and street addresses of the initial members of the Board of Directors are:

Nicholas P. Gouzoulis
350 S. E. Mizner Boulevard
#1406
Boca Raton FL 33432

Jared R. Shaw
17270 Boca Club Boulevard
#1703
Boca Raton FL 33487

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

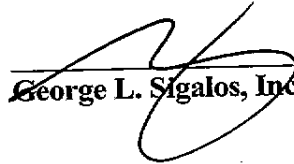
President & Treasurer
Vice President & Secretary

Nicholas P. Gouzoulis
Jared R. Shaw

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is George L. Sigalos, Esq., SIMON, SIGALOS & SPYREDES, P.A., The Sanctuary Centre, 4800 North Federal Highway, Suite 100-D, Boca Raton, Florida 33431.

The undersigned has executed these Articles of Incorporation this 14th day of December, 1998.


George L. Sigalos, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

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: **G & S REALTY INVESTMENTS, INC.**
2. The name and address of the registered agent and office is:

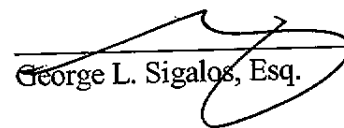
George L. Sigalos, Esq.
SIMON, SIGALOS & SPYREDES, P.A.
4800 North Federal Highway
Suite 100-D
Boca Raton, Florida 33431

December 14, 1998.


George L. Sigalos, Incorporator

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 COPMLY 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.

December 14, 1998.


George L. Sigalos, Esq.

FILED
98 DEC 17 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA