

P 99 000000 336

Geoffrey Rose
5480 Old Mystic Court
Jupiter, Florida 33458

October 19, 1998

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: GR, Inc.

Dear Secretary:

Please find enclosed two original copies of the proposed Articles of Incorporation for GR, Inc. and a check in the amount of \$122.50 for the following fees:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$52.50
TOTAL	\$122.50

Upon filing, please return one Certified Copy of the Articles of Incorporation. Thank you very much for your kind attention to this request. Please return to the address above.

Sincerely,

Geoffrey Rose

200002676422--3
-10/30/98-1018-102
****122.50*****18.75
FILED
JAN-4 PM 1:37
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W-24773

F. CHESSEY JAN 4 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 2, 1998

GEOFFREY ROSE
5480 OLD MYSTIC COURT
JUPITER, FL 33458

SUBJECT: GR, INC.
Ref. Number: W98000024773

FILED
99 JAN -4 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GR, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 098A00053402

**ARTICLES OF INCORPORATION
OF
GR CONCEPTS, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation for profit under the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of such corporations.

ARTICLE I

The name of this corporation shall be:

GR CONCEPTS, INC.

ARTICLE II

This corporation shall be authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be five thousand (5000) shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be at least one thousand dollars (\$1,000.00).

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The principal office of this corporation is to be located at: 5480 Old Mystic Court, Jupiter, County of Palm Beach, State of Florida.

The Board of Directors shall have the power and the authority to establish branch offices and places of business of this corporation at any point in the State of Florida, or in any state, territory, or district of the United States, or in any foreign country, as they may deem necessary for the best interests of the business.

FILED
99 JAN -4 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The business of this corporation shall be conducted by a Board of not less than two (2) nor more than seven (7) directors. The Board of Directors shall have the power and authority to prescribe the consideration to be paid to the corporation in exchange for the issuance and disposal of its capital stock, the Board of Directors shall also have the authority and the power to adopt bylaws which shall govern the operation of the business of this corporation, and to thereafter amend the same from time to time if necessary.

ARTICLE VIII

The name and post office address of each subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Geoffrey T. Rose	5480 Old Mystic Court Jupiter, Florida 33458
Randolph C. Hansen	399 North Cypress Drive Tequesta, Florida 33469

The value of the consideration which the subscribers shall pay for each share of stock shall be at least one dollar (\$1.00) per share, and the proceeds of the stock subscribed for will be at least as much as the amount necessary to begin the business of the corporation at the time the stock certificates thereof are issued and the corporation otherwise activated.

ARTICLE IX

The names and post office addresses of the directors and officers who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Geoffrey T. Rose	5480 Old Mystic Court Jupiter, Florida 33458	President
Randolph C. Hansen	399 North Cypress Drive Tequesta, Florida 33469	Vice President/ Secretary/Treasurer

ARTICLE X

The corporation reserves the right to amend, alter, change, or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XI

All of the subscribers to these Articles of Incorporation are over the age of twenty-one, and sui juris, and citizens of the United States.

Stock certificates of this corporation shall not be issued unless and until the same are paid for in full with cash, or its equivalent. Stock certificates shall not be valid unless signed and issued by the President and attested by the Secretary, who shall affix thereon the corporate seal.

ARTICLE XII

The registered agent and the registered office of the corporation are as follows:

Geoffrey T. Rose
5480 Old Mystic Court
Jupiter, Florida 33458

ARTICLE XIII

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation, and this corporation shall have all of the rights and powers that are expressly stated under the Florida Statutes and Laws (F.S. Chapter 607 and as amended in the future).

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 12th day of November, 1998.

Signed, sealed, and delivered
In the presence of:

Carla J. Hansen
Janet Andrus
Carla J. Hansen
Janet Andrus

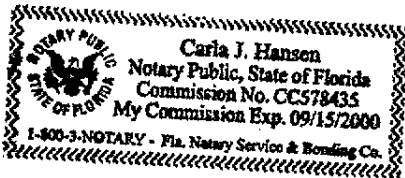
Geoffrey T. Rose
Geoffrey T. Rose

Randolph C. Hansen
Randolph C. Hansen

State of Florida)
)
County of Palm Beach) :SS:

On this day personally appeared before me, the undersigned authority, GEOFFREY T. ROSE, to me well known and known to me to be the individual who executed the foregoing Articles of Incorporation of GR CONCEPTS, INC., and he individually acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the above-named County and State this 12th day of November, 1998.



Carla J. Hansen
Notary Public, State of Florida at Large

My Commission Expires: 9/15/2000

CERTIFICATE designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served

In compliance with section 48.091, Florida Statutes, the following is submitted

First--that GR CONCEPTS, INC.

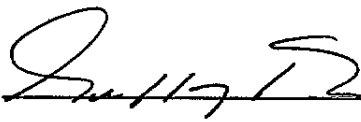
Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the County of Palm Beach, State of Florida, has named Geoffrey T. Rose, located at 5480 Old Mystic Court, County of Palm Beach (Jupiter), State of Florida, as its agent to accept service of process within Florida.

Signature 
(Corporate Officer)

Title PRESIDENT

Date 11.12.98

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature 
Date 11.12.98

FILED
99 JAN -4 PM 1:37
CLERK OF DISTRICT COURT
PALM BEACH, FLORIDA