

KIRKPATRICK & LOCKHART LLP

MIAMI CENTER - 20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3300
FACSIMILE (305) 358-7095

JAN E. BLANCK
(305) 539-3364
BLANCKJE@KL.COM

P99000047068
May 17, 1999

200002880102--3
-05/19/99--01055--011
*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 19 AM 9:57

VIA FEDERAL EXPRESS

Secretary of State of Florida/Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

Re: GV Millennium Concepts, Inc.

Ladies and Gentlemen:

Enclosed are Articles of Incorporation, in duplicate, as prepared for GV Millennium Concepts, Inc. Also enclosed is our check in the amount of \$78.75 in payment of filing fees, registered agent fees and a certified copy of the Articles.

Thank you for your cooperation with this matter.

Sincerely,



Jan E. Blanck,
Lawyer's Assistant to Clayton E. Parker

cc: Clayton E. Parker, Esq.

MI-80081.01

**ARTICLES OF INCORPORATION
OF
GV MILLENNIUM CONCEPTS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 19 AM 9:57

The undersigned, acting as incorporator of **GV MILLENNIUM CONCEPTS, INC.**, under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is **GV MILLENNIUM CONCEPTS, INC.**

ARTICLE II

ADDRESS

The street address of this Corporation shall be 813 Sistina Avenue, Coral Bales, Florida 33146.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 813 Sistina Avenue, Coral Gables, Florida 33146, and the registered agent for the Corporation at that address shall be George Villalta.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
George Villalta	813 Sistina Avenue Coral Gables, Florida 33146

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of April, 1999.



George Villalta,
Incorporator

**CERTIFICATE OF REGISTERED AGENT
OF**

GV MILLENNIUM CONCEPTS, INC.

Having been named to accept service of process for GV MILLENNIUM CONCEPTS, INC., at the place designated in the foregoing Articles of Incorporation, George Villalta agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: April 30, 1999

A handwritten signature in cursive script, appearing to read "George Villalta", written over a horizontal line.

George Villalta

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 19 AM 9:57