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FLORIDA PROFIT CORPORATION OR P.A.

GVB, INC.

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 18, 1999

MURAI WALD BIONDO ET AL

SUBJECT: GVB, INC.  
REF: W99000019144

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ARTICLES OF INCORPORATIONOFGVB, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

## NAME

The name of the corporation is GVB, INC., which address is 1101 North Lake Destiny Drive, Suite 400, Maitland, Florida 32751.

ARTICLE II

## DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

## NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

THIS INSTRUMENT PREPARED BY:  
Gerald J. Biondo, Esq.  
FL Bar #: 154713  
Murai Wald Biondo & Moreno, P.A.  
25 Southeast Second Avenue, Suite 900  
Miami, Florida 33131  
(305) 358-5900

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ARTICLE IV

## CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities. Except as otherwise specifically required by law, or except as specifically provided in these Articles of Incorporation, all matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

ARTICLE V

## INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1101 North Lake Destiny Drive, Suite 400, Maitland, Florida 32751 and the name of the initial registered agent of this corporation at that address is Christopher DelGuidice.

ARTICLE VI

## INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time

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by amendment to, or in the manner provided in, the by-laws of the corporation.

The name and street address of the director is:

Christopher DelGuidice  
1101 N. Lake Destiny Drive  
Suite 400  
Maitland, Florida 32751

ARTICLE VII

INCORPORATOR

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

Christopher DelGuidice  
1101 N. Lake Destiny Drive  
Suite 400  
Maitland, Florida 32751

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

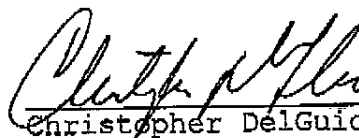
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## ARTICLE X

## AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

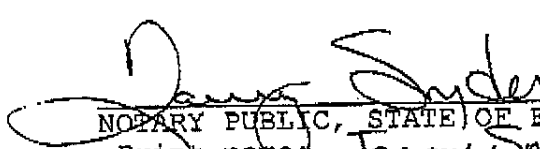
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of August, 1999.

  
Christopher DelGuidice

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF ORANGE    )

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of August, 1999 by CHRISTOPHER DELGUIDICE, who is personally known to me or who has produced \_\_\_\_\_ as identification.



  
NOTARY PUBLIC, STATE OF FLORIDA  
Print name: Tammy Snyder  
Commission No.: \_\_\_\_\_

My Commission expires:

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CERTIFICATE OF REGISTERED AGENTOFGVB, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That GVB, INC. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Maitland, County of Orange, State of Florida, has named Christopher DelGuidice, at 1101 North Lake Destiny Drive, Suite 400, Maitland, Florida 32751 as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 16<sup>th</sup> day of August, 1999.

By: 

Christopher DelGuidice

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