

PA99000093886



ACCOUNT NO. : 072100000032

REFERENCE : 427372 148589A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 78.75

ORDER DATE : October 22, 1999

ORDER TIME : 2:50 PM

ORDER NO. : 427372-005

CUSTOMER NO: 148589A

500003023005--1

CUSTOMER: Victor A. Diaz, Esq
HOLIHAN & DIAZ, P.A.
HOLIHAN & DIAZ, P.A.
Suite 350
1101 North Lake Destiny Road
Maitland, FL 32751

DOMESTIC FILING

NAME: GRIP ARMS & LAMP HEADS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

509
W99-24462

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 22 PM 5:36

RECEIVED
99 OCT 22 PM 3:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 22 PM 5: 36

October 22, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GRIP~~X~~ ARMS & LAMP HEADS, INC.
Ref. Number: W99000024462

RESUBMIT

Please give original
submission date as file date.

We have received your document for GRIPS ARMS & LAMP HEADS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 899A00051057

RECEIVED
99 OCT 25 PM 1:48
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/20/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

99 OCT 22 PM 5:36

OF

GRIP ARMS & LAMP HEADS, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation GRIP ARMS & LAMP HEADS, INC., 913 SEMINOLE WOODS BLVD., GENEVA, FLORIDA 32732.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way; and
- b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 913 SEMINOLE WOODS BLVD., GENEVA, FLORIDA 32732 and the name of its initial Registered Agent at that address is RODNEY HENRY.

Article 6. Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

Article 7. Incorporators. The name and address of each Incorporator is as follows:

RODNEY HENRY 913 SEMINOLE WOODS, BLVD., GENEVA, FLORIDA
32732

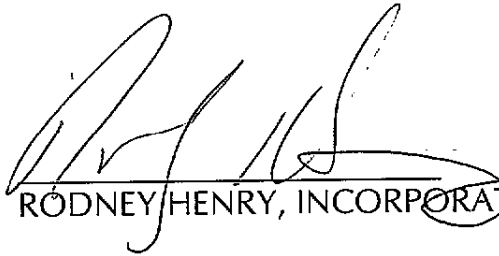
Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 10. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 11. Commencement of Corporate Existence. In accordance with Fla. Stat. § 607.0203, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 20th day of October, 1999.

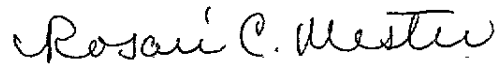

RODNEY HENRY, INCORPORATOR

STATE OF FLORIDA)

ss.

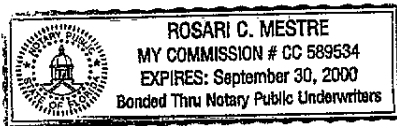
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 20th day of October, 1999, by RODNEY HENRY, GRIP ARMS & LAMP HEADS, INC., a Florida corporation, on behalf of the corporation.



Notary Public

My Commission expires: _____

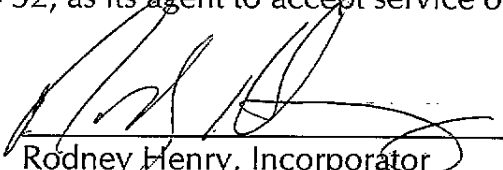


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 22 PM 5:36

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
UPON WHOM PROCESS MAY BE SERVED,
AND ACCEPTANCE BY REGISTERED AGENT**

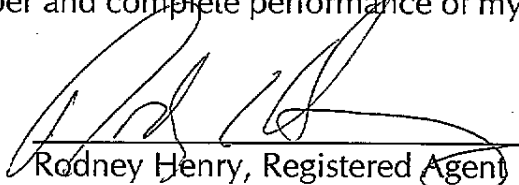
In compliance with Section 48.091, Florida Statutes, the following is submitted:

GRIP ARMS & LAMP HEADS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 913 Seminole Woods Blvd., Geneva, Florida 32732, has named Rodney Henry, located at 913 Seminole Woods Blvd., Geneva, Florida 32732, as its agent to accept service of process within Florida.


Rodney Henry, Incorporator

10/20/99
Date

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 state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Rodney Henry, Registered Agent

10/20/99
Date