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FILED
1995 JUN 30 AM 9 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 27, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
7-1-95

RE: Gain & Well Corporation

Gentlemen:

Please find enclosed the original and one copy of Articles of Incorporation together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Please make July 1, 1995, as the effective date of the corporation.

Very truly yours,

Gail Coleman

Gail Coleman

Gain & Well Corporation
360 North Segrave Street
Daytona Beach, FL 32114

(904) 253-7494

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****122.50 ****122.50

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F. CHESSER JUL 7 1995

ARTICLES OF INCORPORATION

of

GAIN & WELL CORPORATION

(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

EFFECTIVE DATE
7-1-95

GAIN & WELL CORPORATION

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ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

EFFECTIVE JULY 1, 1995

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue TWO THOUSAND shares (2,000) of ONE

Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	GAIN & WELL CORPORATION		
ADDRESS	360 NORTH SEGRAVE STREET		
CITY	DAYTONA BEACH	FLORIDA	ZIP

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	GAIL COLEMAN		
ADDRESS	360 NORTH SEGRAVE ST.		
CITY	DAYTONA BEACH	FLORIDA	ZIP 32114

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

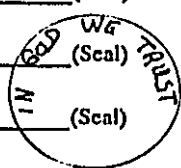
NAME	GAIL COLEMAN		
ADDRESS	360 NORTH SEGRAVE ST.		
CITY	DAYTONA BEACH	STATE	ZIP 32114
NAME	A. WAYNE COLEMAN		
ADDRESS	360 NORTH SEGRAVE ST.		
CITY	DAYTONA BEACH	STATE	ZIP 32114
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	GAIL COLEMAN		
ADDRESS	360 NORTH SEGRAVE ST.		
CITY	DAYTONA BEACH	STATE	FL ZIP 32114
NAME	A. WAYNE COLEMAN		
ADDRESS	360 NORTH SEGRAVE ST.		
CITY	DAYTONA BEACH	STATE	FL ZIP 32114
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 27TH day of JUNE, 1995.


Gail Coleman (Seal)
A. Wayne Coleman (Seal)


STATE OF FLORIDA)
 COUNTY OF VOLUSIA) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

<u>Gail Coleman</u> Signature	<u>PERSONALLY KNOWN</u> Form of Identification
<u>A. Wayne Coleman</u> Signature	<u>PERSONALLY KNOWN</u> Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that ABOVE executed these Articles of Incorporation, that I relied upon the form ✓ of identification of the above named person ✓ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL

 Notary Public, State of Florida
 SHIREEN HETRICK
 My Comm. Exp. Feb. 25, 1997
 Comm. No. CC 260728

Witness my hand and official seal in the County and State last aforesaid this 27TH day of JUNE, 1995.
Shireen Hetrick
 Notary Signature
SHIREEN HETRICK
 Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

GAIN & WELL CORPORATION

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 360 NORTH SEGRAVE STREET

DAYTONA BEACH, FL 32117

has named GAIL COLEMAN

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

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ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Gail Coleman

(registered agent)