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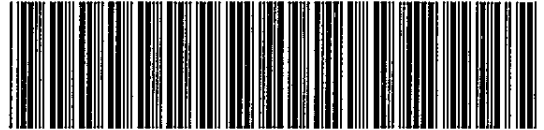
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**SARDELIS AND BOWLES, L.L.P.**

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*Wrongful Death Actions*

*Civil Litigation*

**Nicholas P. Sardelis, Jr., Chartered**

*Divorce & Family Law Litigation*

*Civil Litigation*

*Criminal Defense*

March 11, 2005

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

RE: Greg Mathers Handyman, Inc.

Dear Sir/Madam:

Herewith I hand to you the original and a duplicate of the Articles of Incorporation of the above-captioned corporation together with my trust account check number 1776 in the amount of \$70.00 for fees in connection with filing, designation of registered agent, and our file copy of recorded articles of incorporation together with charter number.

Thank you for your attention to this matter.

Sincerely,



Nicholas P. Sardelis, Jr.

NPS:paw

Enclosure: Articles of Incorporation

cc: Greg Mathers

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GREG MATHERS HANDYMAN, Inc.**

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is: GREG MATHERS HANDYMAN, Inc., a Florida corporation.

**ARTICLE II  
TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III  
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV  
POWERS**

This corporation shall have the power to have and exercise all lawful powers necessary and convenient to effectuate its lawful business purposes.

**ARTICLE V  
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

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**ARTICLE VI**  
**BYLAWS**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors of this corporation; provided, however, that the bylaws may provide that the power to alter, amend, or repeal the bylaws is reserved in the shareholders.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "common shares". All stock, when issued, shall be fully paid and non-assessable.

**ARTICLE V**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock or treasury stock of this corporation or securities of the corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**INCORPORATORS – (SUBSCRIBER (S) )**

The names and address of the Incorporator (s) (Subscriber(s) ) signing these articles are:

Name (s)

Address(es)

Greg Mathers

124 Happy Haven Drive - II  
Osprey, Fl. 34229

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall initially have one (1) Director constituting the initial Board of Directors. The number of directors may be either be increased or decreased from time to time by the shareholders pursuant to the By-Laws; however, there shall never be less than one (1) Director

nor more than five (5). Voting for Directors shall be under the cumulative vote system. The name and address of the initial Board of Directors of the corporation is:

<u>Name</u>	<u>Address</u>
Greg Mathers	124 Happy Haven Drive -II Sarasota, Fl. 34229


**ARTICLE VIII**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The mailing address, principal office street address, and, the initial registered office of this corporation is: 124 Happy Haven Drive – II, Osprey, FL 34229. The initial registered agent of this corporation at that address is: Greg Mathers.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 11 day of March 2005.

  
Greg Mathers

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Greg Mathers, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and has produced a Florida Dr. Lic. bearing number 17-362-281-63-364-0 as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 11<sup>th</sup> day of March 2005.



Notary Public  
Seal



Patricia A. Williams  
MY COMMISSION # DD104712 EXPIRES  
April 26, 2006  
BONDED THROUGH TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

I, Greg Mathers, on this 11 day of March 2005 hereby agree, as Registered Agent, to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.



Greg Mathers, Registered Agent

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