

LAW OFFICES OF
MATTHEW D. ELLROD, P.A.

PHONE: 813-843-0566

5901 U.S. Highway 19, Suite 7E
New Port Richey, FL 34652

FAX: 813-843-9033

December 6, 1999

000003065780--3
-12/09/99--01078--017
*****78.75 *****78.75

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

Re: Scalz, Inc. (new incorporation)

Gentlemen:

Enclosed are the following documents in connection with the above-referenced filing of a new corporation:

1. Articles of Incorporation (original and one copy)
2. Check for \$78.75, for:
 - (a) filing fee of \$35.00
 - (b) certified copy fee of \$8.75
 - (c) registered agent fee of \$35.00

Please file the original Articles and return a certified copy to the undersigned.

Thank you for your kind attention to this matter.

Sincerely,

MATTHEW D. ELLROD, P.A.

Matt Elliot

Matthew D. Ellrod

MDE/me
Encl: as noted

FILED
99 DEC 30 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-28340
of 12/13



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 13, 1999

MATTHEW D. ELLROD
5901 U.S. HWY. 19, STE. 7E
NEW PORT RICHEY, FL 34652

SUBJECT: SCALZ, INC.
Ref. Number: W99000028340

We have received your document for SCALZ, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6878.

Alan Crum
Document Specialist

Letter Number: 499A00058435

ARTICLES OF INCORPORATION

OF

V.C. SCALZ, INC.

The undersigned, acting as incorporator of a corporation under the Florida General corporations act, adopts the following articles of incorporation for that corporation.

FILED
99 DEC 30 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. NAME: The name of this corporation is ^{V.C.} SCALZ, INC.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE: The purpose is to engage in any business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK: The corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value.

5. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered office and agent of this corporation are:

Matthew D. Ellrod
5901 U.S. 19, Suite 7E
New Port Richey, FL 34652

6. INITIAL BOARD OF DIRECTORS: This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by an amendment of the bylaws, but shall never be less than one.

The name and address of the initial director of this corporation are:

MARY GAYE ROENICK
2200 Toniwood Lane
Palm Harbor, FL 34685

7. INCORPORATOR: The name and address of the incorporator signing these articles of incorporation are:

MARY GAYE ROENICK
2200 Toniwood Lane
Palm Harbor, FL 34685

8. PRINCIPAL OFFICE: The street and mailing address of the principal office of the corporation are:

2200 Toniwood Lane
Palm Harbor, FL 34685

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 3 day of December, 1999.

Mary Gaye Roenick
Mary Gaye Roenick
Incorporator

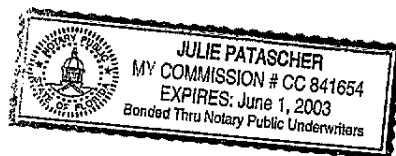
I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for SCALZ, INC.
v.c.

Matthew D. Ellrod
Matthew D. Ellrod
Registered Agent

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 3 ^{December} day of ~~November~~, 1999, by MARY GAYE ROENICK, who is personally known to me or who produced DL # R520-387-60-313-6 as identification, as incorporator for SCALZ, INC., a Florida corporation.

Julie Patascher
Notary Public



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 30 AM 8:52

FILED