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ROBERT SHOUP ENTERPRISES, INC.
1577 7th Street
Sarasota, Florida 34236

March 6, 2000

VIA CERTIFIED MAIL

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-03/13/00--01081--002
*****70.00 *****70.00

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Robert Shoup Enterprises, Inc.

Dear Clerk:

Please find enclosed Articles of Incorporation as well as my check in the amount of \$70.00 payable to the Secretary of State for the filing fee regarding the above-referenced corporation.

If you should have any questions, please feel free to contact my office. Thank you for your assistance with this matter.

Sincerely,



Robert Shoup, Jr., President

encls.

2557-611

W00-7410

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:40

3/30/00

LITIGATION RESOURCES & CONSULTING, INC.

March 24, 2000

Ms. Clareth Golden
Document Specialist
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:40

RE: Robert Shoup Enterprises, Inc.

Dear Ms. Golden:

Pursuant to our telephone conversation enclosed please find an original and one copy of the Articles of Incorporation. You should have in your possession the Registered Agent acceptance.

Please contact us at your earliest convenience when the "rejected" classification is taken off this corporation.

Thank you in advance for your time and attention.

Very truly yours,


Michelle M. Diven, President

MMD/

Encl.

LITIGATION RESOURCES & CONSULTING, INC.

March 23, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:40

Ms. Claretha Golden
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Robert Shoup Enterprises, Inc.

Dear Ms. Golden:

Pursuant to our telephone conversation, enclosed please find the original acceptance of registered agent. Please be so kind as to change the "rejected" status at your earliest possible convenience.

Thank you in advance for your time and attention. Please contact my office should you have any question.

Very truly yours,


Michelle M. Diven, President

MMD/

Encl.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 29 PM 5:40

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 20, 2000

ROBERT SHOUP ENTERPRISES INC.
1577 7TH STREET
SARASOTA, FL 34236

SUBJECT: ROBERT SHOUP ENTERPRISES, INC.
Ref. Number: W00000007410

We have received your document for ROBERT SHOUP ENTERPRISES, INC.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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: 800A00015297

**ARTICLES OF INCORPORATION
OF
ROBERT SHOUP ENTERPRISES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 29 PM 5:47

I, ROBERT SHOUP, JR, the undersigned, hereby form a corporation for profit under the general corporation laws of the State of Florida in accordance with the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Robert Shoup Enterprises, Inc. Its principal place of business shall be Sarasota, Florida, but the corporation shall have the power to transact business at such place or places as the Board of Directors may designate, and branch offices or places of business may be established in such places within or without the State of Florida as the Board of Directors from time to time may direct.

ARTICLE II

The principal nature of the business or businesses to be transacted or conducted by this corporation shall be drywall installation and finishing, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned; and otherwise any and all other acts permitted under Florida law.

ARTICLE III

The maximum number of shares of stock which this corporation shall be authorized to issue and have outstanding at any one time shall be limited to 1,000 shares at \$1.00 par value.

The consideration for the issuance of said shares, or any part thereof, shall be money

current of the United States of America, or property or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of said corporation. Whenever any share or shares of stock are issued in consideration of payment to be made in property, or in services, the fair and just value of the property to be transferred, or the services performed, or rendered, or to be performed or rendered, as a consideration for the issuance of said stock shall be affixed by the Board of Directors of said corporation. Any and all shares of stock of this corporation which shall be issued for the consideration, or for not less than the consideration shall be cash, property, or services, shall be fully paid and non-assessable.

ARTICLE IV

The principal office of this corporation shall be and is located in Sarasota County, Florida. Said corporation, however, may establish branch offices in any other place or places and may change the place of the principal office as and when it is deemed advisable by its Board of Directors. The office address of the principal office of this corporation is 1577 7th Street, Sarasota, Florida 34236.

ARTICLE V

This corporation shall have perpetual existence, or until dissolved according to law.

ARTICLE VI

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders.

ARTICLE VII

The name and office addresses of the initial Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the

State of Florida, shall hold office for the first year of the corporation's existence, or until its successors are elected and have qualified, is as follows:

NAME	ADDRESS
Robert Shoup, Jr.	1577 7 th Street, Sarasota, Florida 34236

ARTICLE VIII

Meetings of the Board of Directors and meetings of the stockholders of the corporation may be held within or without the State of Florida.

ARTICLE IX

The subscribers of these Articles of Incorporation, and the office addresses are as follows:

NAME	ADDRESS
Robert Shoup, Jr	1577 7 th Street, Sarasota, Florida 34236

ARTICLE X

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter said By-Laws may be amended by the Board of Directors by a majority vote of the Directors present at any regular of said Board, or at any special meeting called for such purposes by a majority vote of the Directors present.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a

certain amendment of these Articles of Incorporation be made.

ARTICLE XII

Michelle M. Diven, 46 N. Washington Blvd., Suite 22, Sarasota, Florida 34236, is hereby designated as the Registered Agent for this corporation, to accept service of process within this State.

IN WITNESS WHEREOF, Robert Shoup, Jr., 1577 7th Street, Sarasota, Florida 34236 the undersigned, has hereunto subscribed her hand and affixed his seal to these Articles of Incorporation this 6 day of March, 2000.

Signed, Sealed and Delivered
In the Presence of:

(SEAL)


Robert Shoup, Jr.

STATE OF FLORIDA)

COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 6th day of March, 2000 by Robert Shoup, Jr. He is personally known to me or provided _____ as identification and did or did not take an oath.



(SEAL)

NOTARY PUBLIC



Michelle M. Diven
(print or type name)

My Commission Expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR ROBERT SHOUP ENTERPRISES, INC., AT THE LOCATION DESIGNATED IN ARTICLE XII OF THE ATTACHED ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AS REGISTERED AGENT FOR THE CORPORATION.



Michelle M. Diven

Dated: March 6, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:41