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LEWIS RINDER, P. A.

ATTORNEY AT LAW
700 COLORADO AVENUE
STUART, FLORIDA 34994

Post Office Box 616
PALM CITY, FLORIDA 34991

TEL (561) 283-2221

FAX (561) 286-3303

May 2, 2000

Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/22/00-01127-011
*****78.75 *****78.75

RE: Articles of Incorporation
T S C HOLDINGS CORPORATION

Dear Sir:

Enclosed please find the Articles of Incorporation and resident agent designation for T S C HOLDINGS CORPORATION. Please file this document and return the Certificate of Incorporation and a certified copy of the Articles to me at the above address.

Also enclosed is my check in the amount of \$78.75 to cover your fees in this matter.

Your assistance in this matter is greatly appreciated.

Very truly yours,



LEWIS RINDER

LR/cjr
Enclosures

FILED
00 JUN -8 PM 12:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

S. Thompson JUN 08 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 1, 2000

LEWIS RINDER, ESQ.
700 COLORADO AVE.
STUART, FL 34994

SUBJECT: T S C HOLDINGS CORPORATION
Ref. Number: W00000013929

We have received your document for T S C HOLDINGS CORPORATION 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.

Article six states there will be two director(s), whereas three is/are listed.

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) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 400A00030854

ARTICLES OF INCORPORATION

OF

T S C HOLDINGS GROUP, INC.

FILED
00 JUN -8 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE - NAME

The name of this corporation shall be **T S C HOLDINGS GROUP, INC.**

ARTICLE TWO - DURATION

The term of existence of this corporation shall be perpetual and shall commence on the date the Articles of Incorporation are filed with the Department of State.

ARTICLE THREE - PURPOSE

The general purpose for which this corporation is organized is to engage in or transact any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue is **One Hundred Thousand (100,000)**, all of which shall be common shares with a par value of **ONE DOLLAR (\$1.00)** per share.

ARTICLE FIVE - REGISTERED OFFICE AND AGENT

The street address of the initial principal office, the street address of the initial registered office and the mailing address of this corporation is **10 S.E. Central Parkway - Suite 130, Stuart, Florida 34994**. The initial registered agent at such address is **DAN G. WHITE**.

ARTICLE SIX - DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is three. The number of directors may be either increased or decreased in the manner provided in the Bylaws, but shall never be less than one.

The names and addresses of the persons who are to serve as the initial director are:

<u>NAME</u>	<u>ADDRESS</u>
DAN G. WHITE	3337 S.W. Bessey Creek Trail Palm City, Florida 34990
ROBERT MULCAHY	44 Pine Hill Trail East Tequesta, Florida 33469
KEVIN C. PETERSON	654 S.W. Fuge Road Stuart, Florida 34997

ARTICLE SEVEN - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, however Board of Directors may not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically prescribe in such bylaw that it shall not be altered, amended or repealed by the Board of Directors.

ARTICLE EIGHT - PREEMPTIVE RIGHTS

Each shareholder of this corporation shall be entitled to full preemptive rights to acquire, purchase, subscribe for, or receive a right or rights to acquire, purchase or subscribe for, his or her proportional part or share of any unissued or treasury shares of this corporation, or securities or obligations of this corporation convertible into or carrying a right to subscribe for or acquire such shares, which may be issued at any time by this corporation.

ARTICLE NINE - INCORPORATOR

The name and address of the Incorporator of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
DAN G. WHITE	3337 S.W. Bessey Creek Trail Palm City, Florida 34990

IN WITNESS WHEREOF, the undersigned Incorporator of this corporation has executed these Articles of Incorporation this 18th day of May, 2000.

Dan G. White
DAN G. WHITE

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing Articles of Incorporation were acknowledged before me without oath this 18th day of May, 2000, by DAN G. WHITE, identified by FL driver license.

Lewis Rinder
LEWIS RINDER, Notary Public



Lewis Rinder
MY COMMISSION # CC749730 EXPIRES June 20, 2002
BONDED THRU TROY FAIN INSURANCE, INC. My Commission Expires:

ACCEPTANCE

The undersigned, who has been named as Registered Agent of the above corporation in Article Five of the foregoing Articles of Incorporation does hereby accept said appointment.

Dated this 18th day of May, 2000.

Dan G. White
DAN G. WHITE
Registered Agent