

G&K

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Greenstein & King
Certified Public Accountants
Accounting • Tax • Business Services

7000 W. Palmetto Park Road
Suite 502
Boca Raton, FL 33433
(561) 368-5511 • (561) 368-6224

July 16, 2000

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

100003330981--5
-07/21/00--01030--010
*****78.75 *****78.75

Re: TCS HOLDINGS INC.

To Whom It May Concern:

Enclosed herein please find original and two copies of the Articles of Incorporation regarding the above-captioned matter. Please file the original corporation papers and return one certified copy to our office.

Also enclosed please find a check in the amount of \$78.75 to cover the cost of filing and obtain a certified copy. I have also enclosed a stamped self-addressed return envelope for your convenience.

Thank you,

Sincerely yours,

Terry

GREENSTEIN & KING, CPA'S

Enclosure

FILED
00 AUG -2 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-18484
gk 7/25



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 25, 2000

GREENSTEIN & KING, CPA'S
7000 W. PALMETTO PARK RD., STE. 502
BOCA RATON, FL 33433

SUBJECT: TCS HOLDINGS INC.
Ref. Number: W00000018484

We have received your document for TCS HOLDINGS 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: 200A00040454

ARTICLES OF INCORPORATION

OF

T TCS HOLDING INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt the following Articles of Incorporation.

Article I

NAME OF CORPORATION

The name of the corporation shall be TCS Holdings Inc.

Article II

NATURE OF BUSINESS

The purpose for which the corporation is organized is all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Article III

TERM OF EXISTENCE

The corporation is to exist perpetually.

Article IV

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) of the par value of One Dollar and No/100ths (\$1.00) each.

Article V

REGISTERED AGENT/REGISTERED OFFICE

The name of its initial registered agent is Terri King and the street address of its initial principal office and registered office is 7000 W. Palmetto Park Rd. #502 Boca Raton Fl. 33433.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

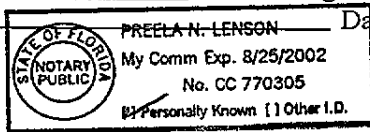
Article VI

INCORPORATORS

The name and address of the incorporator is:

Terri King
7000 W. Palmetto Park Rd. #502
Boca Raton FL 33433

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this



Terri King
Terri King

STATE OF FLORIDA
COUNTY OF

Before me, a notary public, on this day personally appeared Terri King known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this _____ day of July, 2000, AD,

P. Lenson
Notary Public,
State of Florida
8/25/2002
My Commission Expires

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is ^{TICS} TICS Holdings Inc.
2. The name and address of the registered agent and office is :

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Terri King
7000 W. Palmetto Park Rd. #502
Boca Raton Fl. 33433

Terri King
Terri King

7-17-00
Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, 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,
AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325
FLORIDA STATUTES.

Terri King
Terri King
Registered Agent

7-17-00
Date