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LETTER OF TRANSMITTAL

FILED

Date 8-14-2000

00 AUG 18 AM 8:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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-08/18/00--01058--018

\*\*\*\*122.50 \*\*\*\*78.75

Re: DIANE WALSH, Inc.  
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

*Diane T. Walsh*  
(individual's name)  
DIANE T. WALSH

DIANE WALSH, INC.  
(name of corporation)

MAILING ADDRESS OF CORPORATION		
2858 SUNNYBREEZE		
LARGO, FL. 33770		
PHONE		
( 727 )	581-6983	
Area Code	Number	Ext.

VH  
8/24/00

# ARTICLES OF INCORPORATION

of

DIANE WALSH, INC.

(name of corporation)

FILED

00 AUG 18 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

DIANE WALSH, INC.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares ( 500 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	DIANE WALSH, INC.		
ADDRESS	2858 SUNNYBREEZE		
CITY	LARGO	FLORIDA	ZIP 33770

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	DIANE T. WALSH		
ADDRESS	2858 SUNNYBREEZE		
CITY	LARGO,	FLORIDA	ZIP 33770

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE ( 1 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	DIANE T. WALSH		
ADDRESS	2858 SUNNYBREEZE		
CITY	LARGO,	STATE FL.	ZIP 33770
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	DIANE T. WALSH		
ADDRESS	2858 SUNNYBREEZE		
CITY	LARGO,	STATE	FL. ZIP 33770
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14th. day of AUGUST, 2000.

DIANE T. WALSH (Seal)  
DIANE T. WALSH

\_\_\_\_ (Seal)

\_\_\_\_ (Seal)

STATE OF FLORIDA )  
COUNTY OF PINELLAS ) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

DIANE T. WALSH

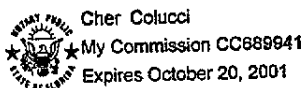
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that SHE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14th. day of AUGUST, 2000.

(Notary Seal)

DIANE T. WALSH  
(Notary Public, State of Florida at Large)

My Commission expires: OCT, 20, 2001



CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED  
00 AUG 18 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DIANE WALSH, INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 2858 SUNNYBREEZE

LARGO, FL. 33770

has named DIANE T. WALSH

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

Diane T. Walsh  
DIANE T. WALSH (registered agent)