

P010000 48154

JANUARY 30, 2001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

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-03/09/01--01089--007
*****70.00 *****70.00

RE: PEARSON ENTERPRISES INC
GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF
INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF \$ 70.00.

THIS REPRESENTS THE COST OF THE FILING FEES, AND FEE FOR REGISTERED AGENT
DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS,

ROBERT PEARSON
MAILING ADDRESS OF CORPORATION
3477 PINE ST
PALM HARBOR, FL. 34683

727-797-7236

FILED
01 MAY 14 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Called Twice
No Answer

R. GIESSEN

MAY 15 2001

572



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 14, 2001

ROBERT PEARSON
3477 PINE STREET
PALM HARBOR, FL 34683

SUBJECT: PEARSON ENTERPRISES, INC.
Ref. Number: W01000005721

We have received your document for PEARSON ENTERPRISES, INC. and your check(s) totaling \$70.00. 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 901A00015533

ARTICLES OF INCORPORATION
OF

ROBERT PEARSON ENTERPRISES INC.

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

Article I - Corporate Name

The name of the corporation is :

ROBERT PEARSON ENTERPRISES INC.

Article II - Duration

The 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 ten thousand (10,000) of one dollar (\$ 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:

ROBERT PEARSON
3477 PINE ST
PALM HARBOR, FL. 34783

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

ROBERT PEARSON
3477 PINE ST
PALM HARBOR, FL. 34683

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 name and address of the initial directors of the corporation is as follows:

ROBERT PEARSON
3477 PINE ST
PALM HARBOR, FL. 34683

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY 14 AM 9:43

FILED

ARTICLE VII INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATORS SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

ROBERT PEARSON
3477 PINE ST
PALM HARBOR, FL. 34683

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this
15TH DAY FEBRUARY 2001


ROBERT PEARSON

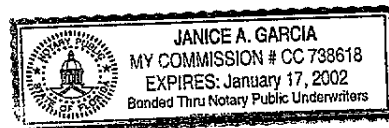
FL DL# P625765661454

STATE OF FLORIDA
COUNTY OF PINELLAS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Robert Pearson the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

 3/2/01
Notary Public, State of FLORIDA at large

My Commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

ROBERT PEARSON ENTERPRISES INC.

Pursuant to Florida Statutes Section 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 3477 PINE ST
PALM HARBOR, FL. 34683

has named ROBERT PEARSON
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.


ROBERT PEARSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY 14 AM 9:43

FILED