

PD000055047

TRANSMITTAL LETTER

Date: May 16th, 2001

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

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-05/18/01--01093--001
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for **WOODPECKERS INC.** along with a check in the amount of \$ 70.00 for filing fee and designation of registered agent.

We are enclosing a copy of the ARTICLES and respectfully request that you stamp it and return it to us.

Please mail the REGISTRATION LETTER and stamped copy of ARTICLES to:

**Michael D. Pasek
c/o Tax Centers, Inc.
4851 85th Avenue
Pinellas Park, FL 33781**

In case of any problems or questions, please contact us by telephone at 727-544-2796 or by fax at 727-546-4869

Thank you.

2544
601-11960

2001 JUN -4 AM 9:25
SEC. OF STATE
TALLAHASSEE FLORIDA

6/5/01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

2001 JUN -4 AM 9:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 25, 2001

MICHAEL D. PASEK
C/O TAX CENTERS, INC.
4851 85TH AVENUE
PINELLAS PARK, FL 33781

SUBJECT: WOODPECKERS INC.
Ref. Number: W01000011960

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

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) 487-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 301A00032225

ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

2001 JUN -4 AM 9:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation is: **WOODPECKERS OF USA INC.**
2. Purpose: The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.
3. The principal place of business and mailing address of the corporation is:
6550 150th Ave. N., #C105, Clearwater, FL 33760
4. The corporation shall have the authority to issue 7,500 shares of common stock, in one class only, each with a par value of \$ 1.00
5. The registered agent of the corporation is Michael D. Pasek and the registered address is 4851 85th Avenue, Pinellas Park, FL 33781.
6. The initial Board of Directors shall have two members whose names and addresses are as follows:
Frantisek Krkoska, 6550 150th Ave. N., #C105, Clearwater, FL 33760
David Gaszek, 110 N. Lady Mary Dr., #10, Clearwater, FL 33755
The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
7. The incorporator of this corporation is Frantisek Krkoska whose address is 6550 150th Ave. N., #C105, Clearwater, FL 33760

Dated 5/30/01

Frantisek Krkoska
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated 5/30/01

Michael Pasek
Registered Agent