

(SAMPLE LETTER OF TRANSMITTAL)

PO1000095520

DATE August 21, 2001

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

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-09/28/01--01066--003
*****78.75 *****78.75

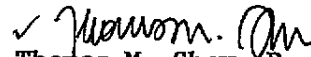
Re: Tom Shaw, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75

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.


Thomas M. Shaw, President
(Individual's Name)

Tom Shaw, Inc.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION

5132 Oyster Cove

New Port Richey, FL 34652

PHONE

(504) 228-2121

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

Tom Shaw, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Tom Shaw, 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

Seven Thousand Five Hundred (7,500)

The corporation is authorized to issue _____ shares of common stock, par value \$ **1.00** per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	FLORIDA	ZIP 34652

Mailing address, if different

STREET ADDRESS	Same As Above		
CITY	FLORIDA	ZIP	

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Thomas M. Shaw		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	FLORIDA	ZIP 34652

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) 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	Thomas M. Shaw		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME	Joni G. Shaw		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME	Richard S. Fridy		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	STATE	Florida ZIP 34652

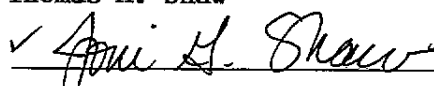
ARTICLE VIII - INCORPORATORS

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

NAME	Thomas M. Shaw		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME	Joni G. Shaw		
ADDRESS	5132 Oyster Cove		
CITY	New Port Richey	STATE	Florida ZIP 34652
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 28th day of August, ~~19~~ 2001.

✓  (Signature)
 Thomas M. Shaw

✓  (Signature)
 Joni G. Shaw

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Tom Shaw, Inc.

(name of corporation)

FILED
01 SEP 28 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 5132 Oyster Cove

New Port Richey, FL 34652

has named Thomas M. Shaw

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

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 I am familiar with and accept the obligations of my position as registered agent.

✓ Thomas M. Shaw
(Signature)
Thomas M. Shaw

August 28, 2001

(Date)