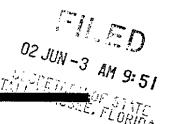
2000061240

TCTORIA V. ANDERSON

Work: (239) 656-2205 Cell: (239) 281-8008 CONTRACTOR OF THE CONTRACTOR O



Tres Shes. inc. 4806 SW 29th Avenue Cape Coral, FL 33914

Doris Brown, Documents Specialist New Filings Section, Corporate Records Bureau Division of Corporations Department of State PO BOX 6327 Tallahassee, FL 32301

800005349808---04/25/02--01080--009 *****87.50 *****87.50

RE: Tres Shes. inc.

Dear Ms. Brown:

On April 29th you sent out to me a letter stating that the name that I was requesting to incorporate (S.H.E., Inc.) was unavailable.

As president of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a Corporation in Florida under a new 'amended' name, (Tres Shes, Inc.) as stated in the enclosed documents.

Enclosed are the following papers:

- a. Your original letter to me dated April 29, 2002 #902A00026201
- b. An original copy of an amended Certificate of Incorporation document + one copy for filing and approval by your office.
- c. Certificate of Registered Agent of amended corporation
- d. Copy of original (rejected) document

Since your letter did not state it, nor did it enclose my original check, I am under the assumption that a new filing fee need not be sent. Therefore my original check in the amount of \$87.50 is intended to cover the original and now the newly amended request.

Thank you,

Victoria V. Andersøn

President

Marketing Director

NO2-12224



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 29, 2002

VICTORIA V. ANDERSON 4806 S W 29TH AVENUE CAPE CORAL, FL 33914

SUBJECT: S.H.E., INC.

Ref. Number: W02000012224

We have received your document for S.H.E., INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 245-6972.

Letter Number: 902A00026201

Doris Brown Document Specialist New Filings Section

ARTICLES OF INCORPORATION

OF



Tres Shes, Inc.

ARTICLE I. CORPORATION NAME

The name of this corporation is: **Tres Shes**, Inc. 4806 SW 29th Avenue Cape Coral, FLORIDA 33914

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV. TERMS OF EXISTANCE

This Corporation shall have perpetual existence commencing upon issuance of the Certificate of Incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of this initial Registered Office of this Corporation in the State of Florida shall be:

Victoria V. Anderson 4806 SW 29th Avenue Cape Coral, FLORIDA 33914

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial Directors of this Corporation and their street addresses are:

Karen Ryan, Vice President & Director of Communications 1049 El Rio Avenue Ft. Myers, FLORIDA 33919

Dana Nicloy, CFO & Vice President of Advertising 4013 Surfside Drive Cape Coral, FLORIDA 33914

Victoria V. Anderson, President & Director of Marketing 4806 SW 29th Avenue Cape Coral, FLORIDA 33914

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until the successors are elected or appointed and have been qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Victoria V. Anderson, President 4806 SW 29th Avenue Cape Coral, FLORIDA 33914

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting. By at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders signed a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned, as incorporator, has executed the foregoing Articles of incorporation on May 27, 2002.

Incorporator

BEFORE ME, a Notary Public, personally appeared Victoria V. Anderson to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on May 27, 2002.

My commission expires:

7 RR 0

AMY B. BOND
MY COMMISSION # CC 843490
EXPIRES: Jun 6, 2003
1-800-3-NOTARY Fia. Notary Service & Bonding Co.

Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for **Tres Shes. Inc.**

Tres Shes, Inc. 4806 SW 29th Avenue Cape Coral, FL **3391**4



CERTIFICATE OF DESIGNATING A PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statues, the following is submitted:

FIRST: That **Tres Shes**, **Inc.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at **4806 SW 29th Avenue**. State of Florida, has named **Victoria V**. **Anderson** located at **4806 SW 29th Avenue** as its agent to accept service of process within Florida.

Corporate Officer: Victoria V. Anderson

Iderson President & Marketing Director

May 27, 2002

Name

Title

Date

Registered Agent