

PO2000089762

July 25, 2002

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

Dear Sir or Madam:

Enclosed please find the necessary documents for the corporate registration of PERSHA ENTERPRISES, INC., along with a check in the amount of \$87.50 for the filing fee and certified copy costs.

Also enclosed is a photocopy of the Articles of Incorporation and Designation of Registered Agent. Please return them to me with the filing date stamped on it.

Sincerely,

Robert C. Persha

Robert C. Persha
9233 Captiva Circle
St. Pete Beach, FL. 33706

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Enclosure: Said photocopies and pre-addressed stamped envelope.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 8, 2002

ROBERT C PERSHA
9233 CAPTIVA CIRCLE
ST PETE BEACH, FL 33706

SUBJECT: PERSHA ENTERPRISES, INC.
Ref. Number: W02000021995

We have received your document for PERSHA ENTERPRISES, 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.

LIST ONLY ONE REGISTERED AGENT AND ONE RA SIGNATURE.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 702A00046084

ARTICLES OF INCORPORATION

OF

PERSHA ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is PERSHA ENTERPRISES, INC.

ARTICLE II

TERM

The business and mailing address of the Corporation is: 9233 Captiva Circle
St. Pete Beach
Pinellas County
Florida, 33706

ARTICLE III

TERM

The term of existence of this Corporation is perpetual.

ARTICLE IV

PURPOSE

This Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

DIRECTORS

This Corporation shall have two (2) 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 Directors of this Corporation, who shall serve until their successors are elected, have qualified, or until removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert C. Persha	9233 Captiva Circle, St. Pete Beach, FL. 33706
Phyllis M. Persha	9233 Captiva Circle, St. Pete Beach, FL. 33706

ARTICLE VII

OFFICERS

The affairs of this Corporation shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, are as follows.

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President/Treasurer	Robert C. Persha 9233 Captiva Circle St. Pete Beach, FL. 33706
Vice President/Secretary	Phyllis M. Persha 9233 Captiva Circle St. Pete Beach, FL. 33706

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The location and street address of the initial registered office is 9233 Captiva Circle
St. Pete Beach
Pinellas County
Florida, 33706

And the name of its initial registered agent at such address is: Robert C. Persha

ARTICLE IX

INDEMNIFICATION

Every Director and every officer of this Corporation serving this Corporation at its request, shall be indemnified by this Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or officer of this Corporation, or by reason of his serving or having served this Corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE X

BY-LAWS

The first By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE XI

AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XII

SUBSCRIBER

The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

NAME

ADDRESS

Robert C. Persha

9233 Captiva Circle, St. Pete Beach, FL. 33706

Phyllis M. Persha

9233 Captiva Circle, St. Pete Beach, FL. 33706

IN WITNESS WHEREOF, the Subscribers have hereunto affixed their signatures on the

25 day of July, 2002.

Robert C. Persha
Robert C. Persha

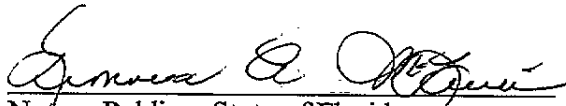
Phyllis M. Persha
Phyllis M. Persha

STATE OF FLORIDA)

COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ROBERT C. PERSHA AND PHYLLIS M. PERSHA, to me known to be the persons in and who executed the foregoing instrument for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid this 25 day of July, 2002.


Notary Public – State of Florida

My Commission Expires:



Leonora A. Mc Laurin
MY COMMISSION # CC833198 EXPIRES
August 31, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, ROBERT C. PERSHA, as Resident Agent for PERSHA ENTERPRISES, INC., do hereby agree to accept Service of Process on behalf of the Corporation, to keep my principal place of business located at 9233 Captiva Circle, St. Pete Beach, FL. 33706, County of Pinellas, State of Florida, open during prescribed hours; and to post my name in some conspicuous place in the above-stated place of business as required by law.

DATED: 25 July, 2002.

Robert C. Persha
ROBERT C. PERSHA
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA