

PD2000104303

September 20, 2002

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

300007978673--4
-09/24/02--01027--006
*****78.75 *****78.75

RE: **TC Gray, Inc.**
Articles of Incorporation

Dear Sir or Madam:

Enclosed for your review and filing is the original Articles of Incorporation of TC Gray, Inc. and one additional copy, along with a check in the amount of Seventy-Eight and 75/100 dollars (\$78.75) payable to The Florida Department of State for:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	<u>\$ 8.75</u>
TOTAL	<u>\$ 78.75</u>

Please return a certified copy of the Articles of Incorporation to me at 615 Owl Way Sarasota, FL 34236.

Thank you for your prompt attention to this matter.

Sincerely,


Cori L. Frankenfield

FILED
02 SEP 24 AM 9:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enc.

136
9/27

**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is **TC Gray, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The address of the Principal Office and Mailing address of the Corporation is **615 Owl Way Sarasota, FL 34236.**

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging and conducting any or all lawful business of any nature, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the Corporation or to effect or promote the purpose for which the Corporation is formed.

ARTICLE IV - POWERS

This Corporation shall have all the power enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock with a par value of One Cent (\$.01) per share.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 615 Owl Way Sarasota, FL 34236, and the name of the initial registered agent of this Corporation at that address is Cori L Frankenfield.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Cori L Frankenfield, 615 Owl Way Sarasota, FL 34236.

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have not less than two (2) directors. The number of directors may be increased or diminished from time to time in accordance with the Bylaws. The names and addresses of the initial directors of this Corporation are:

Cori L Frankenfield 615 Owl Way Sarasota, FL 34236
Teri Jones10346 Palmbrooke Terrace Bradenton, FL 34202

ARTICLE IX – CUMULATIVE VOTING

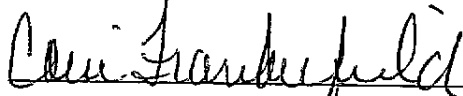
At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his/her votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his/her shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Shareholders, and approved at a Shareholders' meeting by a majority vote of the stock entitled to vote thereon.

I, THE UNDERSIGNED, being the original subscriber of the capital stock hereinafter mentioned, and for the transaction of business under the provisions of the laws of Florida, do make, sign, acknowledge and file in the office of the Secretary of State, this Certificate of Incorporation.

WITNESS my hand and seal this 20 day of September, 2002.


Cori L. Frankenfield, Incorporator

STATE OF FLORIDA }
COUNTY OF Manatee }

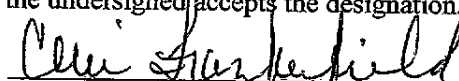
BEFORE ME, the undersigned authority personally appeared Cori L. Frankenfield, to me personally known or who has produced FLDL #62112628010 as a form of identification, and who is known to be the subscriber and person named in the foregoing charter/articles of TC Gray Inc., who being by me first duly sworn, says that it is intended in good faith to carry out the purposes and objectives as set forth in the foregoing proposed charter/articles.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 20 day of September, 2002.

My Commission Expires  Mirren Clark
MY COMMISSION # DD119905 EXPIRES
June 30, 2006
BONDED THRU TROY FAIR INSURANCE, INC.
Notary Public

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.


Cori L. Frankenfield