

PO4000073761

(Requestor's Name)

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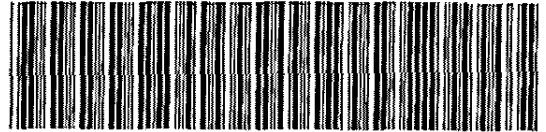
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/04/04--01050--016 **78.75

FILED
2004 MAY -3 PM 3:04
CLERK OF STATE
TALLAHASSEE FLORIDA

gr 5/10/04

Thomas L. Sheer
205 Worth Avenue
Palm Beach, FL 33480

FILED
2004 MAY -3 PM 3:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

30
April 23, 2004

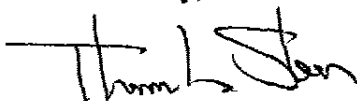
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Sheer & Associates, Inc.

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75

From: Sheer & Associates, Inc.
205 Worth Avenue
Palm Beach, FL 33480

Sincerely,



Thomas Sheer

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2004 MAY -3 PM 3:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation

of

Sheer & Associates, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I Name

The name of the corporation shall be Sheer & Associates, Inc.

Article II Principal Office

The principal place of business and mailing address of this corporation shall be 205 Worth Avenue, Palm Beach, FL 33480

Article III Purpose

The purpose for which the corporation is organized is to do business in the State of Florida.

Article IV Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000.

Article V Initial Registered Agent and Street Address

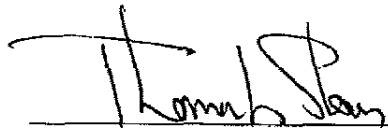
The name and address of the initial registered agent is Cynthia Fletcher, 11 North J Street, Suite 5, Lake Worth, FL 33460.

Article VI Incorporators

The name and address of the incorporator of these Articles of Incorporation is:

Thomas L. Sheer as President, Secretary and Treasurer.
205 Worth Avenue
Palm Beach, FL 33480

The undersigned incorporators have executed these articles of Incorporation this
23rd day of April, 2004.
30th



Thomas L. Sheer

Written Statement Organizing Corporation of
Sheer & Associates, Inc.

The undersigned hereby constitutes all of the incorporators and members of the first Board of Directors of the above named corporation. In lieu of holding an organizational meeting of incorporators and directors, we do hereby make the following written statement pursuant to applicable Florida law and statutes:

Articles of Incorporation: The Articles of Incorporation of this corporation were filed with the Department of State of Florida on the date stamped on said Articles of Incorporation. In due course, a letter was received from the Department of State evidencing the filing thereof and receipt of filing fees and taxes. A Copy of said articles and letter are attached hereto and incorporated by reference.

Bylaws: A set of proposed Bylaws, prepared and submitted by counsel for the above this corporation, in the form attached hereto and incorporated by reference, have been reviewed in their entirety and adopted as the Bylaws of this corporation.

Officers: The following persons are hereby elected as directors and/or officers to serve until their successors become qualified and elected:

Thomas L. Sheer President, Director
Thomas L. Sheer Treasurer and Secretary

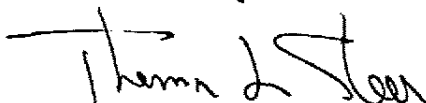
Stock Certificates: The stock certificates of this corporation will be in the form attached and will be completed in increments of 100 shares.

Payment of Organizational Expenses: The appropriate officer of this corporation is hereby authorized to pay, from the corporate funds, the total expense of organizing the above named corporation, approval for payment being given to the statement for professional services rendered by counsel for the above named corporation.

Bank Account: The appropriate officer of this corporation is hereby authorized and directed to open an account with such bank as designated by the president of the above named corporation and to deposit therein all funds of this corporation. All checks, drafts, and notes of this corporation signed by those persons designated by the president of this corporation.

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Dated this ~~23~~³⁰ day of April, 2004, by:



Thomas L. Sheer President, Director, T/S

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2004 MAY -3 PM 3: 04

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation: Sheer & Associates, Inc.
2. The name and address of the registered agent and office:

Cynthia Fletcher
11 North J Street, Suite 5
Lake Worth, FL 33460

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 appoint 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.


Cynthia Fletcher