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| PICK-UP | WAIT | MAIL |
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| (Do | ocument Number) | |
| Certified Copies | Certificates | of Status |
| Special Instructions to | Filing Officer: | |
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TRANSMITTAL LETTER

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

| SUBJECT: TEAM CAROLL INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) | | | | | |
|---|------------------------------------|----------------------------------|--|--|--|
| | (FROFOSED CORFORA) | e name – <u>must incl</u> | UDE SUFFIA) | | |
| | | | | | |
| Enclosed are an orig | inal and one (1) copy of the artic | eles of incorporation and | a check for: | | |
| \$70.00 Filing Fee | \$78.75 Filing Fee | \$78.75 Filing Fee | \$87.50 Filing Fee, | | |
| | & Certificate of Status | & Certified Copy ADDITIONAL CO | Certified Copy & Certificate of Status PPY REQUIRED | | |
| FROM: | JAMES GANAME | egory Carro Printed or Typed) | L, JR | | |
| - | 6319 Michael STREET | | | | |
| | Jupiter, | FL 33458 State & Zip | } | | |
| · · · · · · · · · · · · · · · · · · | 561-25 Daytime To | 54-2012 elephone number | | | |

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

TeamCarroll Inc.

In compliance with Chapter 607 and/or Chapter 621 F. S. (Profit)

ARTICLE I NAME

The name of the corporation is TeamCarroll Inc.

ARTICLE II DURATION

The duration of the corporation is perpetual.

ARTICLE III PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV AUTHORIZED SHARES

There shall be only one class of stock. The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V PREMPTIVE RIGHTS

Each shareholder of this corporation shall have the right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by the shareholders who do not exercise it and pay for the shares preempted within thirty (30) days of the receipt of a notice in writing from the corporation stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VI PRINCIPAL OFFICE

The principal place of business and mailing address is:

6319 Michael Street Jupiter, Florida 33458

ARTICLE VII REGISTERED AGENT

The name and Florida Street address of the registered agent is:

James Gregory Carroll, Jr. 6319 Michael Street Jupiter, FL 33458

ARTICLE VIII INCORPORATOR

The <u>name and address</u> of the Incorporator is:

James Gregory Carroll, Jr. 6319 Michael Street
Jupiter, Florida 33458

ARTICLE IX

The corporation reserves the right to amend, change, or repeal any provisions in these articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these articles of Incorporation this 1st day of <u>June</u>, 2004.

James Gregory Carroll, President

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