

TREI Holding Company TRANSMITTAL LETTER

2005 JAN 18 PM 3:53

ALL STATE
TALLAHASSEE FLORIDA

Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314

SUBJECT: TREI Holding Company

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above Corporation and a check in the amount of \$70.00.

FROM:

Matthew A Grimshaw
Name

13605-4 North 21st Street
Address

Tampa FL 33613
City, State & Zip

(813) 876-3922
Daytime Telephone Number

The undersigned incorporators, desiring to form a **corporation for profit**, under Florida Statutes Chapter 607-0101 et seq., hereby execute and acknowledge these

ARTICLES OF INCORPORATION

of

TREI Holding Company

ARTICLE I: NAME

The name of the Corporation shall be **TREI Holding Company**

ARTICLE II: PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be

**13605-4 NORTH 21ST STREET
TAMPA FL 33613**

ARTICLE III: PURPOSE

This Corporation is formed for the purpose of conducting any business or business transaction lawfully permitted by the Florida Business Corporation Act.

ARTICLE IV: CAPITAL STOCK

The aggregate number of shares of capital stock to be issued by this Corporation will be 7500 shares of common stock, with a par value of \$1.00 per share, the consideration for which may be paid by money, property, or services as may be fixed by the board of directors from time to time.

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

The initial registered office of this Corporation shall be **13605-4 NORTH 21ST STREET, TAMPA FL 33613** and the initial registered agent of this Corporation shall be **MATTHEW A GRIMSHAW**, who is familiar with the obligations of that position and whose signature on these Articles constitutes his acceptance of this appointment. This Corporation shall have the right to change such registered office and registered agent from time to time as provided by law.

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ARTICLE VI: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE VII: AMENDMENT

This Corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE VIII: DURATION

This Corporation shall have perpetual existence.

ARTICLE X: INITIAL OFFICERS OF THE CORPORATION

The following persons are hereby elected to the offices of the Corporation set out beside their name below, to serve as such until a successor or successors are chosen and qualified:

President	MATTHEW A GRIMSHAW
Vice-President	ROBERT FERNANDEZ
Secretary	MARILYN FERNANDEZ
Treasurer	MATTHEW A GRIMSHAW

ARTICLE XI: INITIAL DIRECTORS OF THE CORPORATION

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

MATTHEW A GRIMSHAW
13605-4 NORTH 21ST STREET
TAMPA FL 33613

ARTICLE XII: INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the Corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE XIII: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

ARTICLE XIV: INCORPORATOR NAME AND ADDRESS

The name and address of the incorporator of **TREI Holding Company** is:

MATTHEW A GRIMSHAW as to 100% Ownership

**13605-4 NORTH 21ST STREET
TAMPA FL 33613**

Signed by the incorporator this 12th day of January, 2005.

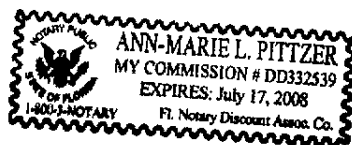

MATTHEW A GRIMSHAW

State of Florida
County of Hillsborough

I HEREBY CERTIFY that before me this day, personally appeared **MATTHEW A GRIMSHAW**, to me known to be the individual described in the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed and did not take an oath.

WITNESS my hand and official seal in the County and State named above
this 12th day of January, 2005.

Seal:




Name: Ann-Marie L. Pittzer
Notary Public, State of Florida

REGISTERED AGENT'S ACCEPTANCE

I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

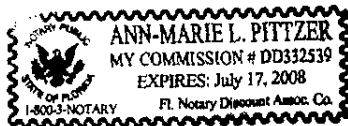

MATTHEW A GRIMSHAW
Registered Agent

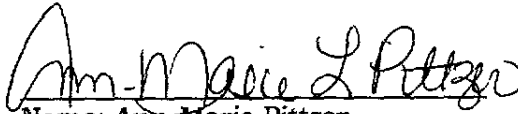
State of Florida
County of Hillsborough

I HEREBY CERTIFY that before me on this day, personally appeared **MATTHEW A GRIMSHAW**, known to me, and who acknowledged before me that he executed the registered agent's acceptance above.

WITNESS my hand and official seal in the County and State named above
this 12th day of January, 2005.

Seal:




Name: Ann-Marie Pittzer
Notary Public, State of Florida

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