

P0500029225

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600046482386

02/17/05 --01032--003 **79.05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 17 PM 2: 28

02/25

**JACOBS ACCOUNTING, INC.
2121 MAIN STREET
DUNEDIN, FL. 34698**

02/16/2005

**FLORIDA DEPARTMENT OF STATE
DIV. OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL. 32314**

TO WHOM IT MAY CONCERN,

ENCLOSED IS A CHECK IN THE AMOUNT OF \$ 78.75 FOR THE INCORPORATION OF
ARNOLD WILLIAM CAPITAL, INC.

PLEASE RETURN THE CERTIFICATE AND ARTICLES OF INCORPORATION TO:

JACOBS ACCOUNTING & COMPUTERS, INC.
2121 MAIN STREET
DUNEDIN, FLORIDA 34698

IF YOU HAVE ANY QUESTIONS PERTAINING TO THIS MATTER PLEASE CALL 727-210-2552.

RESPECTFULLY SUBMITTED,



HARLEY JACOBS
ACCOUNTANT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 17 PM 2:28

**ARTICLES OF INCORPORATION
OF
ARNOLD WILLIAM CAPITAL, INC.**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the Corporation is

ARNOLD WILLIAM CAPITAL, INC.

ARTICLE II: DURATION

The Corporation shall have perpetual existence.

ARTICLE III: PURPOSE

The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to engage in any or all lawful business for which the corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V: SECTION 1244 STOCK

The Corporation, and the party hereto, shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954, as amended, and Regulations issued thereunder.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The post office address of the Corporation's initial registered office is **2121 MAIN STREET, DUNEDIN, FL. 34698** and the name of its initial registered agent at such address is **HARLEY JACOBS**. The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

ARTICLE VII: INITIAL DIRECTORS

The initial Board of Directors shall consist of Two Directors whose names and post office addresses are as follows:

**GERALD ROOKS
21007 MARSH HAWK DRIVE
LAND O LAKES, FL. 34639**

**AL BILOTTI
1744 COQUI CT.
ODESSA, FL. 33556**

who shall hold office until the first annual meeting of the shareholders, and until his or her successor shall have been elected and qualified or until his or her earlier resignation, removal from office, or death.

ARTICLE VIII: INCORPORATOR

The name and post office address of the person signing these Articles of Incorporation as an Incorporator is as follows:

**HARLEY JACOBS
2121 MAIN STREET
DUNEDIN, FL. 34698**

ARTICLE IX: AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to these reservations.



HARLEY JACOBS

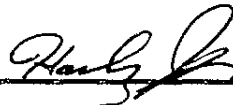
RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

ARNOLD WILLIAM CAPITAL, INC. desiring to organize under the laws of the State of Florida with its principal office located at **2121 MAIN STREET, DUNEDIN, FL. 34698** has named **HARLEY JACOBS**, located at **2121 MAIN STREET, DUNEDIN, FL. 34698**, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-styled Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



HARLEY JACOBS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 17 PM 2:28