

P05000127096

(Requestor's Name)

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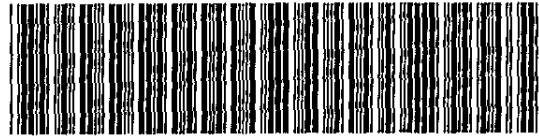
(Business Entity Name)

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06/03/05--01023--002 **78.75

FILED

05 JUN 3 PM 12:37

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9/1/05
~~WOS-39197~~
~~WOS-277H~~
10/3/05

LAW OFFICES
of
BRICK & HAMMOND

Peter O. Brick, Esq.
Attorney at Law

9436 Regency Park Blvd.
Port Richey, Florida 34668
Phone: (727) 847-3121
Fax: (727) 846-9362

Keith Hammond, Esq.
Attorney at Law

May 31, 2005

DIVISION OF CORPORATIONS

Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Brooks R. Edwards, Ltd., Inc.

Dear Sir/Madam:

Attached please find the Articles of Incorporation for the above-referenced corporation together with my check in the amount of \$78.75 to cover the cost of filing and return of one **certified copy**.

Please file and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance in this matter

Sincerely,



PETER O. BRICK

POB/r
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 22, 2005

BRICK & HAMMOND
9436 REGENCY PARK BLVD.
PORT RICHEY, FL 34668

SUBJECT: BROOKS R EDWARDS, LTD., INC.
Ref. Number: W05000039494

We have received your document for BROOKS R EDWARDS, LTD., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please accept our apology for failing to mention this in our previous letter.

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 905A00053161



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 3, 2005

BRICK & HAMMOND
9436 REGENCY PARK BLVD.
PORT RICHEY, FL 34668

SUBJECT: BROOKS R EDWARDS, LTD., INC.
Ref. Number: W05000027711

We have received your document for BROOKS R EDWARDS, LTD., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is F04000003489.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 905A00039545

**ARTICLES OF INCORPORATION
OF
BROOKS R. EDWARDS, INC.**

FILED
05 June 3 PM 12:37
CLERK OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby certify that we have associated ourselves together for the purpose of establishing a corporation under and in accordance with the provision of Chapter 607 Florida Statutes, providing for the information, rights and privileges and immunities of the corporation for profit and in pursuance of the terms of said Statutes, we hereby declare and certify as follows:

ARTICLE I - NAME

The name of this corporation shall be **BROOKS R. EDWARDS, INC.** The mailing address of the corporation shall be: **2221 Sand Wedge Court, Spring Hill, Florida 34606.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This Corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) The business shall be, including but not limited to: **GENERAL CONSULTING SERVICES AND ANY AND ALL OTHER RELATED SERVICES;**
and

(b) The corporation shall have the lawful right to transact any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2221 Sand Wedge Court, Spring Hill, Florida 34606 and the name of the registered agent of this corporation is: **Brooks R. Edwards**.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than One (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Brooks R. Edwards	2221 Sand Wedge Court Spring Hill, FL 34606

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

NAME	ADDRESS
Brooks R. Edwards	2221 Sand Wedge Court Spring Hill, FL 34606

ARTICLE VIII - STOCKHOLDERS

The names addresses of the stockholders of this corporation are as follows:

NAME	ADDRESS	SHARES
Brooks R. Edwards	2221 Sand Wedge Court	800
	Spring Hill, FL 34606	
Treasury		200

ARTICLES IX - OFFICERS

The names and addresses of the Officers, who are subject to the provisions of these Articles, By-Laws and Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected, and have qualified are as follows:

NAME	ADDRESS
Brooks R. Edwards	2221 Sand Wedge Court
President	Spring Hill, FL 34606

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE XI - BUY BACK

If a shareholder or anyone receiving shares by sale or inheritance desires to sell his stock during his lifetime, he shall give the other Stockholders and the Secretary of the Corporation written notice of such desire, and the other

Stockholders shall have the right to purchase such stock at any time within thirty (30) days after such notice at such terms as the selling Stockholder may be offering.

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

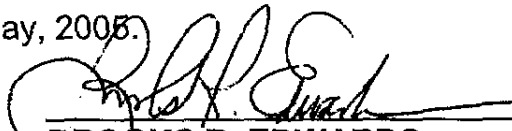
ARTICLE XIII - SPECIAL PROVISIONS

It is the intent of the incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as Subchapter "S" corporation.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of May, 2005.

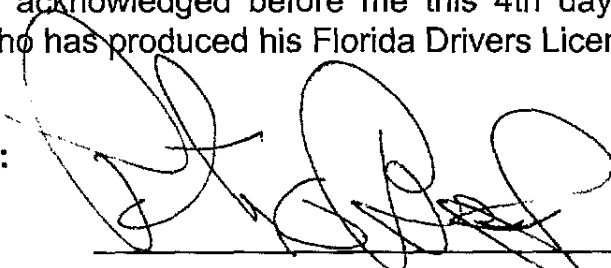

BROOKS R. EDWARDS
Incorporator

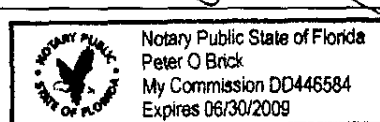
State of Florida
County of Pasco

The foregoing instrument was acknowledged before me this 4th day of May, 2005 by **Brooks R. Edwards** who has produced his Florida Drivers License as identification.

THIS INSTRUMENT PREPARED BY:

PETER O. BRICK, ESQ.
PETER O. BRICK & ASSOCIATES
9436 Regency Park Blvd.
Port Richey, FL 34668
(727) 847-3121
Florida Bar No: 150039





REGISTERED AGENT ACCEPTANCE

The undersigned having been designated as Registered Agent for the service of process within the State of Florida, upon **Brooks R. Edwards, Inc.**, does hereby accept the appointment as such agent for the above-named corporation. The address of such corporation is 2221 Sand Wedge Court, Spring Hill, FL 34606. The address of the Registered Agent is: 2221 Sand Wedge Court, Spring Hill, FL 34606.

IN WITNESS WHEREOF, the name and seal of said Registered Agent hereto is affixed at Port Richey, Florida this 4th of May, 2005.

Signed, sealed and delivered
in the presence of:


Peter O. Brick


Debra Reinink

State of Florida
County of Pasco


BROOKS R. EDWARDS

FILED
June 5 PM 12:37
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 4th day of May, 2005 by **Brooks R. Edwards** who has produced his Florida Drivers License as identification.

THIS INSTRUMENT PREPARED BY:

PETER O. BRICK, ESQ.



BRICK & HAMMOND

9436 Regency Park Blvd.

Port Richey, FL 34668

(727) 847-3121

Florida Bar No: 150039


 Notary Public State of Florida
Peter O. Brick
My Commission DD446584
Expires 06/30/2009