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07 SEP 21 AM 9:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KS  
9/25/07

**William D. Slicker, P.A.**

Attorney At Law

(727) 322-2795  
FAX (727) 322-2796

August 16, 2007

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

Dear Sir or Madam:

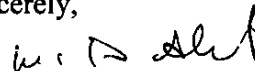
Enclosed herewith please find the original and one copy of the Articles of Incorporation of **Tran Express, Inc.**, and the Affidavit of the resident agent for the above referenced corporation.

Also enclosed please find a check in the amount of \$70.00 for the following:

Filing Articles of Incorporation	\$ 35.00
Registered Agent Fee	<u>+ 35.00</u>
<b>Total</b>	<b>\$70.00</b>

Thank you for your kind cooperation and prompt attention to this matter.

Sincerely,



William D. Slicker

WDS/yp  
Encl:

Cc: Nguyen  
file:07-245



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 21, 2007

WILLIAM D. SLICKER, P.A.  
4554 CENTRAL AVE., STE. E  
ST PETERSBURG, FL 33711

SUBJECT: TRAN EXPRESS, INC.  
Ref. Number: W07000040768

We have received your document for TRAN EXPRESS, INC. and your check(s) totaling \$70.00. 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 F61796 ( TRANSEXPRESS, INC. ).

Please return the corrected 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) 245-6870.

Karen Saly  
Document Specialist  
New Filing Section

Letter Number: 407A00050534

**William D. Slicker, P.A.**

**Attorney At Law**

(727) 322-2795  
FAX (727) 322-2796

September 18, 2007

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

Re: Ref. Number: W07000040768  
Tran Express, Inc  
TC Express, Inc

Dear Sir or Madam:

This is a response to your letter dated 21 August, 2007. The client has selected a new corporate name.

Enclosed herewith please find the original and one copy of the Articles of Incorporation of **TC Express, Inc.**, and the Affidavit of the resident agent for the above referenced corporation.

Please process the revised Articles of Incorporation.

Thank you.

Sincerely,



William D. Slicker

WDS/yp  
Encl:

Cc: Nguyen  
file:07-245

RECEIVED  
2007 SEP 21 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**TC EXPRESS, INC.**

**FILED**  
**07 SEP 21 AM 9:25**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby desire to form a corporation under and by virtue of the Laws of the State of Florida, with and under the following proposed charter:

**ARTICLE I – NAME**

The name of the corporation is: TC EXPRESS, INC.

**ARTICLE II – DURATION**

This corporation shall exist perpetually, unless terminated as provided by law.

**ARTICLE III – PURPOSES**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV – CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of One and no/100 (\$1.00) Dollar par value common stock.

**ARTICLE V – LIMITATIONS AND  
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

- A. **Voting Rights:** Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.
- B. **Limitations:** All of the said stock may be paid for in cash, property, labor or services at a valuation to be fixed by the Board of Directors. All details as to the issuance, rights, liabilities, dividends, liquidation and other characteristics shall be prescribed and enumerated in the By-Laws of this corporation.

#### **ARTICLE VI – PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VII – INITIAL PRINCIPAL OFFICE AND AGENT**

The street address of the initial principal office of this corporation is: 6642 38<sup>th</sup> Lane East, Sarasota, Florida 34243, and the name of the initial registered agent of this corporation is: Huynh Long Nguyen, 6642 38<sup>th</sup> Lane East, Sarasota, FL 34243.

#### **ARTICLE VIII – 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. The name(s) and address(es) of the initial director of this corporation is/are:

Huynh Long Nguyen  
6642 38<sup>th</sup> Lane East  
Sarasota, Florida 34243

#### **ARTICLE IX – INCOPORATOR(S)**

The name(s) and address(es) of the person/people signing these articles is/are:

Huynh Long Nguyen  
6642 38<sup>th</sup> Lane East  
Sarasota, Florida 34243

#### **ARTICLE X – BY-LAWS AND AMENDMENTS**

The power to adopt, appoint, amend or repeal these Articles and By-Laws shall be vested in the shareholders.

#### **ARTICLE XI – SHAREHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XII – INDEMNIFICATION**

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

#### **ARTICLE XIII – MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholder(s) of this corporation.

#### **ARTICLE XIV – BUSINESS WITH OFFICERS OR DIRECTORS**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of such other Director may be a member, may be a party to or may be pecuniary or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested does not affect his status and he may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

#### **ARTICLE XV – POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XVI – COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XVII – LIEN ON CORPORATE STOCK**

The corporation shall have a lien on all shares of stock for any sum or amount due by the holder thereof to the corporation. No transfer of stock shall be valid or binding until all debts due by the stockholder to the corporation shall have been fully paid and until the transfer has been duly entered upon the books of the corporation.

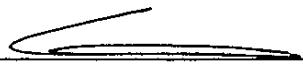
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on the 17 day of SEP, 2007.

  
HUYNH LONG NGUYEN

STATE OF FLORIDA       )  
COUNTY OF SARASOTA   )

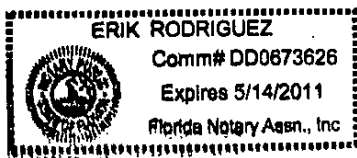
On the 17 day of September, 2007, before me personally appeared HUYNH LONG NGUYEN, who is personally known to me or who produced FDL N-250-372  
536-52 773-0 as identification and has made oath that he has read the foregoing ARTICLES OF INCORPORATION of TC EXPRESS, INC., by him subscribed and that he knows the contents thereof and that the same is true to his own knowledge except as to those matters therein stated to be on his information and belief and as to those matters he believes them to be true.

NOTARY PUBLIC:

Sign 

Print Erik Rod

State of Florida at Large (SEAL)  
My commission expires:



**AFFIDAVIT OF  
ACCEPTANCE BY RESIDENT AGENT**

**FILED**  
**07 SEP 21 AM 9:25**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

STATE OF FLORIDA       )  
COUNTY OF SARASOTA   )

I, HUYNH LONG NGUYEN am over the age of 18 and have personal knowledge of the following:


1. I have read the Articles of Incorporation of TC Express, Inc., and am named as resident agent therein.
2. I have read Sections 607.0501 and 48.091, Florida Statutes, and understand the duties of the resident agent.
3. I hereby accept the designation as resident agent of TC Express, Inc. The registered office is: 6642 38<sup>th</sup> Lane East, Sarasota, FL 34243.

FURTHER AFFIANT SAITH NOT.

  
\_\_\_\_\_  
HUYNH LONG NGUYEN

The foregoing instrument was acknowledged before me this 17 day of SEPTEMBER, 2007, by HUYNH LONG NGUYEN, who is personally known to me, or who produced FL DL # N250-332-64-450-0 as identification.

NOTARY PUBLIC:

Sign   
Print Erik Rodriguez

State of Florida at Large (SEAL)  
My commission expires: 5/14/2011

