

NICHOLAS F. LANG, P.A.

520 FOURTH STREET NORTH  
POST OFFICE BOX 777  
ST. PETERSBURG, FLORIDA 33731

NICHOLAS F. LANG  
ATTORNEY AT LAW

TELEPHONE (813) 823-5800  
FACSIMILE (813) 823-7400

February 15, 1995

VIA FEDERAL EXPRESS

**P95000013856**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300001408313  
-02/16/95--01099--019  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation  
SHERWOOD VENTURES, INC.

Dear Sir or Madam:

I am enclosing the following:

1. Original and one copy of the Articles of Incorporation for  
SHERWOOD VENTURES, INC.

2. This firm's check in the amount of \$122.50, representing  
payment of the following charges:

Filing Fee	\$ 35.00
Certified Copy	52.50
Resident Agent Fee	<u>35.00</u>

TOTAL: \$ 122.50

Please file the Articles of Incorporation for the above-referenced  
corporation and return the certified copy of the same to me. Thank  
you for your assistance in this matter.

Sincerely yours,

  
Nicholas F. Lang

NFL:kc  
Enclosures

cc: Mr. D. Gary Alvey

FILED  
95 FEB 16 PM 3:27  
TALLAHASSEE, FLORIDA

476  
2-17

ARTICLES OF INCORPORATION

OF

SHERWOOD VENTURES, INC.

FILED

95 FEB 16 PM 3:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is SHERWOOD VENTURES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual duration.

ARTICLE III. EFFECTIVE DATE

The date of commencement of corporation existence shall be the date of filing of these Articles of Incorporation.

ARTICLE IV. NATURE OF BUSINESS

This corporation shall have the power to do any act in business or commerce as is now or hereafter may be authorized under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to issue is One Thousand (1,000) shares of Common stock having a nominal par value of One Dollar (\$ 1.00) per share.

ARTICLE VI. REGISTERED AGENT AND OFFICE

The initial registered agent upon whom service of process may

be effected for the corporation is Nicholas F. Lang and the initial registered office is 520 Fourth Street North, Second Floor, St. Petersburg, Florida 33701.

#### ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation is 520 Fourth Street North, Second Floor, St. Petersburg, Florida 33701, and the mailing address of the corporation is P. O. Box 777, St. Petersburg, Florida 33731.

#### ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the shareholders.

#### ARTICLE IX. INITIAL DIRECTORS

The names and addresses of the members of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
D. Gary Alvey	7501 Ulmerton Road, #1923 Largo, Florida 34641
Donald V. Farries, Jr.	23 Benedict Place Greenwich, CT 06830

#### ARTICLE X. INCORPORATOR

The name and address of the Incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
D. Gary Alvey	7501 Ulmerton Road, #1923 Largo, Florida 34641

#### ARTICLE XI. AMENDMENT

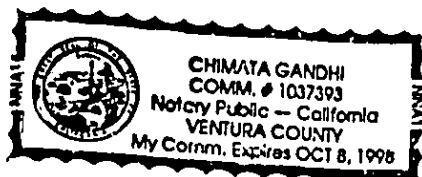
These Articles may be amended by the Board of Directors and the shareholders in the manner provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 14 day of February, 1995.

D. Gary Alvey  
D. Gary Alvey, Incorporator

STATE OF CALIFORNIA )  
COUNTY OF VENTURA ) ss:

The foregoing instrument was acknowledged before me this 14 day of February, 1995, by D. GARY ALVEY, who is personally known to me or produced FLORIDA DRIVERS' LIC as identification and who did not take an oath.



Chhimata Gandhi  
Print Name: CHIMATA GANDHI  
Notary Public  
My Commission Expires: 10.8.1998

**ACCEPTANCE BY REGISTERED AGENT  
AND RESIDENT AGENT**

I hereby accept the foregoing designation as Registered Agent and Resident Agent at the Registered Office as referred to in Article VI of the foregoing Articles of Incorporation and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: February 14, 1995.

Nicholas F. Lang  
Nicholas F. Lang

FILED  
95 FEB 16 PM 3:27  
SECRETARY OF STATE  
FALLINGWATER, CALIFORNIA