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TRANSMITTAL LETTER

FILED

95 FEB 27 PM 2:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: NEW YORK. SHEAR PERFORMANCE, INC.  
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of Incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

GILBERT GOMEZ

Name

3423 MERMOOR DR.

Address

PALM HARBOR, FL. 34685

City, State, & Zip

(813 ) 784-9294

Telephone Number

200001416482  
-02/27/95--01098--007  
\*\*\*122.50 \*\*\*122.50

Note: Additional copy of articles is needed only when certified copy is requested.

24  
2-28-95

**ARTICLES OF INCORPORATION**

**FILED**

**OF**

95 FEB 27 PM 2:12

**NEW YORK. SHEAR PERFORMANCE, INC.**

SECRETARY OF STATE  
FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

NEW YORK. SHEAR PERFORMANCE, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

"CAMPUS RUN PLAZA"  
901 KLOSTERMAN ROAD, EAST  
TARPON SPRINGS, FL. 34689

**ARTICLE III CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

**ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

GILBERT GOMEZ  
3423 MERMOOR DR.  
PALM HARBOR, FL. 34685

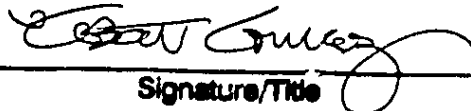
**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

SHEAR PERFORMANCE  
"CAMPUS RUN PLAZA"  
901 KLOSTERMAN RD. EAST  
TARPON SPRINGS, FL.  
34689

The undersigned has(have) executed these Articles of Incorporation this

21 day of FEBRUARY, 19 95.

  
\_\_\_\_\_  
Signature/Title

PRES.

\_\_\_\_\_  
Signature/Title

\_\_\_\_\_  
Signature/Title

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NEW YORK. SHEAR PERFORMANCE, INC.

2. The name and address of the registered agent and office is:

GILBERT GOMEZ

(NAME)

3423 MERUDOR DR

(P.O. BOX NOT ACCEPTABLE)

PALM HARBOR, FL. 34685

(CITY/STATE/ZIP)

SIGNATURE

*Gilbert Gomez*  
(corporate officer)

TITLE

PRES.

DATE

FEBRUARY 21, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT 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.

SIGNATURE

*Gilbert Gomez*

DATE

2/21/95