

KERN ALEXANDER & ASSOCIATES

ATTORNEYS AT LAW

1005 SOUTHWEST SECOND AVENUE
GAINESVILLE, FLORIDA 32601

TEL. (352) 336-2050

FAX (352) 372-7777

997000019202

February 14, 1997

New Filings Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/20/97--01051--009
***122.50 ***122.50

Dear Madam/Sir:

Enclosed you will find the Articles of Incorporation for "SHAW, Inc.". You will also find a check for \$125.00 for the filing fee and for a certified copy of the Corporate Registration and Articles.

As the Registered Agent for SHAW, Inc., I hereby accept all responsibilities and obligations required by Florida law for acting as Registered Agent.

Sincerely yours,

Kern Alexander
Kern Alexander, Esquire

KA/rmw

6015-6011-

W97-4494

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR -3 AM 10:59

9/3/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAR -3 AM 10: 59

February 25, 1997

KERN ALEXANDER & ASSOCIATES
1005 SOUTHWEST SECOND AVENUE
GAINESVILLE, FL 32601

SUBJECT: SHAW, INC.
Ref. Number: W97000004494

We have received your document for SHAW, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return 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 (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 597A00009856

KERN ALEXANDER & ASSOCIATES

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GAINESVILLE, FLORIDA 32601

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DIVISION OF CORPORATIONS
97 MAR -3 AM 10:59

February 28, 1997

Ms. Clarethia Golden
Document Specialist
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Golden:

I have enclosed a statement of my intent to act as Registered Agent for SHAW, INC. If there are any problems, please contact me as soon as possible.

Thank you.

Yours sincerely,



Kern Alexander

ARTICLES OF INCORPORATION

The undersigned incorporators hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

Article I **Corporate Name**

The Name of the corporation shall be:

SHAW, Inc.

Article II **Principal Office**

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

**4907 N.W. 30th Terrace
Gainesville, Florida Gainesville, Florida 32605**

Article III **Capital Stock**

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

**100 Shares of Common Stock which shall have a Par
Value of 1 cent per Share.**

Article IV **Initial Registered Agent, Office & Address**

The name and address of the initial registered agent are:

**Kern Alexander, Esquire
1005 Southwest Second Avenue
Gainesville, Florida 32601**

Article V **Incorporators**

The names and addresses of the incorporators of these articles of incorporation are:

1. **Mr. Shahriar Heshmat
4907 NW 30th Terrace
Gainesville, Florida Gainesville, Florida Gainesville, Florida
32605**
2. **Mr. Samuel Kern Alexander
1005 Southwest Second Avenue**

FILED
CLERK OF STATE
CORPORATIONS
97 NOV -3 PM 10:59

Gainesville, FL 32601

Page 2 - incorporate page 1 by reference

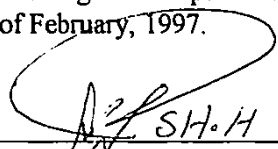
Article VI Personal Liability of Shareholders

The personal liability of the shareholders shall be limited to the value of the shares they hold in the corporation.

Article VII Management of the Corporation

The management and direction of the corporation shall be conducted based on decisions made by the Directors and Shareholders of the Corporation. No decision to manage and direct the corporation shall be valid unless approved by either shareholder or shareholders which own not less than 2/3 (two-thirds) of the shares issued by the corporation.

The undersigned incorporators have executed these Articles of Incorporation this 15th day of February, 1997.



Signature

J. Kevin Alexander, Registered Agent
Signature

2/15/97

KERN ALEXANDER & ASSOCIATES

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February 28, 1997

Ms. Clarethia Golden
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Golden:

This letter is formal acknowledgement of my acceptance of Registered Agent status for SHAW, INC. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation - SHAW, INC.

If there are any problems, please contact me.

Yours sincerely,


Kern Alexander