

P980000 32674

Requestor's Name

T. BALES

13436 1ST STREET E.

MADEIRA BEACH, FL 33708

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 APR -8 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 9 1998

ARTICLES OF INCORPORATION
OF
TOM BALES ENTERPRISES, INC.

FILED
98 APR -8 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN ORDER to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations for profit, the undersigned, hereby forms a corporation for the purpose and with the powers hereinafter stated and expressly adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation is TOM BALES ENTERPRISES, INC.

II.

The period of duration of the corporation is perpetual.

III.

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

IV.

AUTHORIZED SHARES: Number. The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock with a par value of \$1.00 per share.

Initial issue. 100 shares of the Capital Stock of the corporation shall be issued for cash at a par value of \$100.00 per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been

issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital Stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

V.

The initial street address in Florida of the initial registered office of the corporation is 8050 Seminole Mall, Suite 337, Seminole, Florida 34642, and the name of the initial registered agent at such address is Thomas A. Bales.

VI.

The initial board of directors shall consist of 1 member, who need not be shareholders of the corporation.

VII.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Name	Address
Thomas A. Bales	8050 Seminole Mall, Suite 337, Seminole, Florida 34642

VIII.

The names and addresses of the initial incorporators are as follows:

Name	Address
Thomas A. Bales	8050 Seminole Mall, Suite 337, Seminole, Florida 34642

IX.

The Officers of the corporation, who shall be elected by the Board of Directors, shall consist of a President; also, any number of Vice-Presidents, a Secretary and a Treasurer, and any number of Assistant Officers as the Board of Directors may appoint.

X.

The Officers of the corporation until the first meeting of the Board of Directors shall be:

Thomas A. Bales President

XI.

The names and addresses of each subscriber to the Articles of Incorporation, and a statement of the number of share of stock which each agrees to take, is:

NAME	ADDRESS	SHARES
Thomas A. Bales	8050 Seminole Mall, Ste. 337 Seminole, FL 33772	100

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Seminole, Florida, on the 26TH day of MARCH, 1998.


Thomas A. Bales
INCORPORATOR

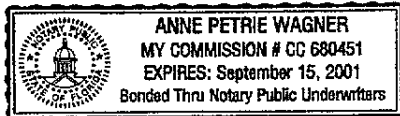
STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared THOMAS A. BALES, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

SWORN TO AND SUBSCRIBED before me this 26TH day of MARCH, 1998, at Seminole, Pinellas County, Florida.

Anne Petrie Wagner
Notary Public, State of Florida

My Commission Expires:



IN COMPLIANCE with Florida Statutes, the foregoing corporation has named Thomas A. Bales, ~~Eq~~ whose address is 8050 Seminole Mall, Suite 337, Seminole, Florida 33772, as its agent to accept service of process within this state.

ACCEPTANCE OF REGISTERED AGENT:

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept to act in the capacity of Registered Agent, and to comply with the provisions of Florida Law.

[Signature]
REGISTERED AGENT

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CLERK OF STATE
TALLAHASSEE, FLORIDA