

**Delaware Division of Corporations
401 Federal Street – Suite 4
Dover, DE 19901
Phone: 302-739-3073
Fax: 302-739-3812**

Certificate of Incorporation

Dear Sir or Madam:

Enclosed please find a copy of the Certificate of Incorporation to be filed in accordance with the General Corporation Law of the State of Delaware. The fee to file the Certificate is a minimum of \$89.00. If your document is more than 1 page, you must submit \$9.00 for each additional page. You will receive a stamped filed copy of your submitted document. A certified copy may be requested for an additional \$30. Your authorized stock can affect your filing fee, the filing fee could exceed the minimum so please call our office for verification. Expedited services are available. Please contact our office concerning these fees. Please make your check payable to the “Delaware Secretary of State”.

For the convenience of processing your order in a timely manner, please include a cover letter with your name, address and telephone/fax number to enable us to contact you if necessary. Please make sure you thoroughly complete all information requested on this form. It is important that the execution be legible, we request that you print or type your name under the signature line.

Thank you for choosing Delaware as your corporate home. Should you require further assistance in this or any other matter, please don't hesitate to call us at (302) 739-3073.

Sincerely,

Department of State
Division of Corporations

encl.
rev. 07/04

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A CLOSE CORPORATION
Of

(name of corporation)

- **First:** The name of this Corporation is _____
_____.
- **Second:** Its Registered Office in the State of Delaware is to be located at _____
_____ (street), in the City of _____
_____ County of _____ Zip Code _____. The name of the
registered agent is _____
_____.
- **Third:** The nature of business and the objects and purposes proposed to be
transacted, promoted and carried on, are to engage in any lawful act of activity for
which corporations may be organized under the General corporation Law of
Delaware.
- **Fourth:** The amount of the total stock of this corporation is authorized to issue is
_____ shares (number of authorized shares) with a par value
of _____ per share.
- **Fifth:** The name and mailing address of the incorporator are as follows:
Name _____
Mailing Address _____
_____ Zip Code _____
- **Sixth:** All of the corporation's issued stock, exclusive of treasury shares, shall be held
of record by not more than thirty (30) persons.
- **Seventh:** All of the issued stock of all classes shall be subject to one or more of the
restrictions on transfer permitted by Section 202 of the General Corporation Law.
- **Eighth:** The corporation shall make no offering of any of its stock of any class which
would constitute a "public offering" within the meaning of the United States
Securities Act of 1933, as it may be amended from time to time.
- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the
State of Delaware, do make, file and record this Certificate, and do certify that the
facts herein stated are true, and I have accordingly hereunto set my hand this
_____ day of _____, A.D. 20_____.

BY: _____
(Incorporator)

NAME: _____
(type or print)