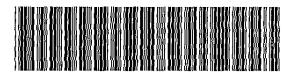
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CAPITAL CONNECTION, INC.

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ARTICLES OF INCORPORATION

OF

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SECRETARY OF STATE
FALL SHASSEF, FLORIDA

WERNER WORKS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I. CORPORATE NAME

The name of this corporation is Werner Works, Inc..

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and street address of this corporation is:

8043 Tauren Ct. Naples, FL 34119

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is:

Waldemar Werner 8043 Tauren Ct. Naples, FL 34119

ARTICLE V. INCORPORATORS

The name and street of the incorporator of these articles of incorporation are:

Waldemar Werner 8043 Tauren Ct. Naples, FL 34119

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The name and street address of the initial board of directors of this corporation are as follows:

President:

Waldemar Werner 8043 Tauren Ct. Naples, FL 34119

Vice President:

Waldemar Werner

8043 Tauren Ct. Naples, FL 34119

secretary:

Waldemar Werner

8043 Tauren Ct. Naples, FL 34119

Treasurer:

Waldemar Werner

8043 Tauren Ct. Naples, FL 34119

OPTIONAL PROVISIONS

The undersigned has executed these articles of incorporation on 30 day of September 2004.

WITNESSES:

Tad Sylek \ 1100 Fifth Ave. South

Suite 201

Naples, FL 34102

<u>Jol Roma r Llevner</u> Waldemar Werner Incorporator/President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMTN IN DESIGNATING THE REGISTERED OFFICE/REGISTERD AGENT IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: WERNER WORKS, INC.
- 2. The name and address of the registered agent and office is:

Waldemar Werner 8043 Tauren Ct. Naples, FL 34119

Having been named as registered agent and to accept service of process for the above named 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 statues 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.

Waldemar Werner 8043 Tauren Ct. Naples, FL 34119

Dated: 09/30/2004

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SECRETARY OF STATE