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Fax Number : (850)205-0381

From:

Account Name : HUBCO
Account Number : 104662003400
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FLORIDA PROFIT CORPORATION OR P.A.

WAGCOR INC.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

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.

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ARTICLE I NAME

The name of the corporation shall be:

WAGCOR INC.

ARTICLE II PRINCIPAL OFFICE

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

WAGCOR INC.
1850 Wambolt Street, Unit 8A
Jacksonville, FL 32201

ARTICLE III SHARES

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

10,000 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Bill Wagner
1850 Wambolt Street, Unit 9
Jacksonville, FL 32201

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

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

Bill Wagner- 1850 Wambolt Street, Unit 9, Jacksonville, FL 32201- President
Rafael Corona- 2461 NW 23 Street, Miami, FL 33142- Secretary

ARTICLES VI INCORPORATOR(S)

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

Bill Wagner- 1850 Wambolt Street, Unit 9, Jacksonville, FL 32201
Rafael Corona- 2461 NW 23 Street, Miami, FL 33142

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

9th day of December 2004.



Bill Wagner - Signature



Rafael Corona - Signature

CERTIFICATE OF DESIGNATION OF 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 THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WAGCOR INC.

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

Bill Wagner

Name

1850 Wambolt Street, Unit 9

(P.O. Box or Mail Drop Box NOT Acceptable)

Jacksonville, FL 32201

(City / State / Zip)

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

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Bill Wagner
Bill Wagner
SIGNATURE

December 9, 2004
(Date)