

Randall C. Concello
Attorney at Law
2033 Main Street, Suite 501
P. O. Box 243
Sarasota, Florida 34230
Telephone (813) 055-1501
FAX (813) 054-3000

May, 19
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****122.50 ****122.50

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: GET HIGH, INC.

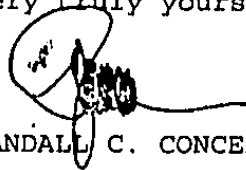
Gentlemen:

Enclosed herewith please find the original Articles of Incorporation for GET HIGH, INC. and the Certificate of Registered Agent for filing along with our check in the amount of \$122.50.

Please make your return to me at the above address.

Thank you.

Very truly yours,



RANDALL C. CONCELLO, ESQ.

RCC/cr
Encls.

SIGNED IN MY ABSENCE TO
AVOID DELAY IN MAILING

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of this corporation shall be:

GET HIGH, INC.

2. The general nature of this business to be transacted shall be services to the public.

The foregoing paragraph shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific power shall not be held to limit or restrict in any manner the powers of this corporation.

3. The capital stock of this corporation shall consist of 100 shares of common stock at \$5.00 each. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the directors. Property and labor may also be purchased with the capital stock at such valuation as shall be fixed by the directors.

4. The amount of capital with which this corporation shall being business is not less than Five Hundred (\$500.00) Dollars.

5. This corporation is to have perpetual existence.

6. The principal office of the corporation shall be: 3837 Torrey Pines Boulevard, Sarasota, Florida 34238.

7. The number of its directors shall be one (1) but the By-

law may provide for such increase or decrease in number thereof as authorized by law.

8. The names and addresses of the members of the first Board of Directors are:

WILLIAM J. QUICK
3837 Torrey Pines Boulevard
Sarasota, Florida 34238

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DIVISION OF CORPORATIONS
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9. The names and addresses of the subscribers to these Articles of Incorporation, and the number of shares each agrees to take are as follows:

WILLIAM J. QUICK 3837 Torrey Pines Boulevard Sarasota, Florida 34238	100% (500 Shares)
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The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

10. The names and addresses of the Officers of the corporation are as follows:

WILLIAM J. QUICK 3837 Torrey Pines Boulevard Sarasota, Florida 34238	President
RALPH RAYMOND 3837 Torrey Pines Boulevard Sarasota, Florida 34238	Vice President
JAY SCOTT QUICK 3837 Torrey Pines Boulevard Sarasota, Florida 34238	Secretary/Treasurer

11. The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the

corporation, its stockholders and directors are hereby adopted as a part of these Articles of Incorporation.

(a) No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.


(b) The directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefore.

(c) The original incorporators of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of stock as set forth in Article 9 hereof to any other persons, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

(d) No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be affected invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the corporation or in which the

corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any director of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Sarasota County, Florida for the uses and purposes aforesaid this _____ day of May, 1995.


WILLIAM J. QUICK

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 MAY - 8 PM 5:04

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me, on this

5TH day of May, 1995, by WILLIAM J. QUICK, who is personally
known to me or who has produced n/a as
identification.

Carol Concello
Notary Public



CAROL CONCELLO
MY COMMISSION # CC321182 EXPIRES
November 7, 1997
BONDED THRU TROY FARM INSURANCE, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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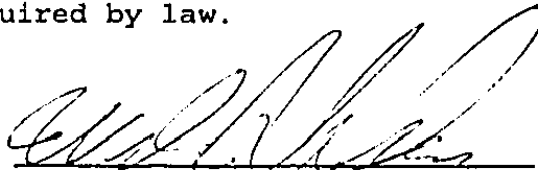
STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

The following is submitted in compliance
with Chapter 48.091, Florida Statutes

GET HIGH, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 3837 Torrey Pines Boulevard, City of Sarasota, County of Sarasota, State of Florida, has named WILLIAM J. QUICK, 3837 Torrey Pines Boulevard, Sarasota, Florida 34238, as its agent to accept service of process within this state.

I agree as Resident Agent to accept service of process; to keep office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


WILLIAM J. QUICK
Resident Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -8 PM 5:05

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Randall C. Concello
Attorney at Law
2051 Main Street, Suite 115
P. O. Box 243
Sarasota, Florida 34230
Telephone (941) 955-1501
FAX (941) 308-0542

September 1, 1995

SEPTEMBER 1 1995
TALLAHASSEE, FLORIDA
*****75 *****75

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Attention: Amendment Section

Gentlemen:

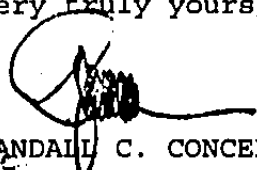
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95 SEP -5 AM 9 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please find enclosed Articles of Amendment to Get High, Inc.
Document Number P95000037166.

Further find enclosed my check in the amount of \$43.75
representing the \$35.00 filing fee and \$8.75 representing the cost
of a Certificate of Status which I would request showing the **NEW**
NAME of the corporation.

If you have any questions please feel free to give me a call
or correspond with me at the above address.

Very truly yours,



RANDALL C. CONCELLO, ESQ.

SIGNED IN MY ABSENCE TO
AVOID DELAY IN MAILING

RCC/cr
Encls.

Amend.

N. HENDRICKS . SEP - 8 1995

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

GET HIGH, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted:

Article 1.

Amended to change name of corporation to-wit:

Article 1: The name of this corporation shall be:

W. C. SYSTEMS OF FLORIDA, INC.

SECOND: The date of amendment's adoption:

August 29, 1995

THIRD: The amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 30th day of August, 1995.



**WILLIAM J. QUICK, Director,
President and Sole Shareholder**