

P96000104019

Harbour Mortgage
 Requestor's Name
 STE 5 8382 Paymeadows Rd.
 Address
 JAX FL 32256
 City/State/Zip Phone #

Office Use Only

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

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #) 900002036879--2
 -12/24/96--01084--001
 ****122.50 ****122.50
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<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 checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

96 DEC 23 AM 11:34
 FILED
 DEPT. OF STATE
 TALLAHASSEE, FLORIDA

12/30

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
EASTERN MORTGAGE CORPORATION

The undersigned subscriber, a natural person competent to contract for the purpose of forming a corporation under the Florida General Corporation Act of the State of Florida adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

EASTERN MORTGAGE CORPORATION

ARTICLE II

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in The Florida General Corporation Act Chapter 607, Florida Statutes.

ARTICLE III

The total number of shares of stock which the corporation shall have authority to issue and which the corporation is authorized to have outstanding at any one time is One thousand (1,000) shares, which shares shall have a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation shall have perpetual existence.

ARTICLE V

The initial address of the principal office of the Corporation in the State of Florida is 1015 Blackstone Building, 233 East Bay Street, Jacksonville, Florida 32202.

ARTICLE VI

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the by-laws, but shall never be less than one (1). The name (s) and address (es) of the initial director (s) is (are): David B. Lewis, President, 12969 Fallen Tree Drive North, Jacksonville, Florida 32246, Jorge A. Suazo, Vice President, 9378 Arlington Expressway, No. 83, Jacksonville, Florida 32225, and Melissa K. Bishop, Secretary Treasurer, 1320 4th Street South, Building B, No. C, Jacksonville Beach, Florida 32250.

ARTICLE VII

The following officer (s) of this corporation is (are):

David B. Lewis, President

Jorge A. Suazo, Vice President

Melissa K. Bishop, Secretary Treasurer

ARTICLE VIII

The name and street address of the subscriber to these Articles of Incorporation is David B. Lewis, 12969 Fallen Tree Drive North, Jacksonville, Florida 32246.

ARTICLE IX

The corporation shall indemnify any officers or directors or any former officers or directors to the full extent permitted by law.

ARTICLE X

The initial registered agent of this corporation and his street address is as follows: Garrett N. Barket, 1015 Blackstone Building, 233 East Bay Street, Jacksonville, Florida 32202.

ARTICLE XI

These Articles of Incorporation may be amended or repealed as provided by law.

ARTICLE XII

Members of the Board of Directors may participate in of the Board of Directors by means of a conference telephone communication and as otherwise provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 17th day of December, 1996.

WITNESSES:

[Signature]
David B. Lewis / President.

BY: *[Signature]*

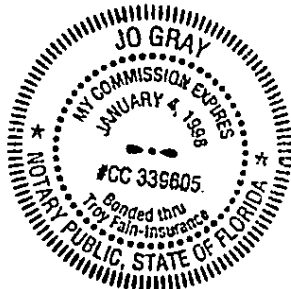
BY: *[Signature]*

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME the undersigned authority, personally appeared David B. Lewis, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before that he executed these Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 17th day of December, 1996.

Notary Public
[Signature]
MY COMMISSION EXPIRES



SECRETARY OF STATE
ALLAHABAD, FLORIDA
96 DEC 23 AM 11:30
F11 1111

REGISTERED AGENT CERTIFICATE AND ACCEPTANCE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

EASTERN MORTGAGE CORPORATION, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Jacksonville, county of Duval, State of Florida, has named Garrett N. Barket, 1015 Blackstone Building, 233 East Bay Street, Jacksonville, Florida 32202, as its agent to accept service of process within the State of Florida.

SIGNATURE: 

TITLE: President

DATE: 12/19/96

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent Barnett Barket

Dated 12-19-96

FILED
96 DEC 23 AM 11:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P96000104019

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Order No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Eastern Mortgage Corporation

<input type="checkbox"/> Corp. Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
	100002126991	4
<input type="checkbox"/> Name Reservation	03/28/97	01056-018
<input type="checkbox"/> Annual Report/Reinstatement	*****70.00	*****35.00
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate KII		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s	Copies	
<input type="checkbox"/> Counter Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()	pgs.	

97 APR -1 AM 11:16
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

W97000007283

SUBTOTALS

FEE.....	471	
DISBURSED.....		
SURCHARGE.....		
TAX on corporate supplies.....		
SUBTOTAL.....		
PREPAID.....		
BALANCE DUE.....		

John
Name Change
 RECEIVED
 MAR 20 AM 11:16

File 1st

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3/28/97		
TIME	10:30		CK No.
BY	DL		

WALK-IN Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: EASTERN MORTGAGE CORPORATION
Ref. Number: P96000104019

We have received your document for EASTERN MORTGAGE CORPORATION and check(s) totaling \$70.00 of which \$35.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s)

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 697A00015860

Corrected
RECEIVED
97 APR -1 AM 10:00
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EASTERN MORTGAGE CORPORATION

FILED
97 APR -1 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation.

- FIRST: The name of the corporation is: EASTERN MORTGAGE CORPORATION
- SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

The name of this corporation is hereby amended and changed from Eastern Mortgage Corporation to Wayne Dog Enterprises, Inc.
- THIRD: The Amendment was adopted by the Board of Eastern Mortgage Corporation on the 26 day of March, 1997.
- FOURTH: The above amendment was approved by a majority of the shares of the corporation on the 26 day of March, 1997.

Dated this 25th day of March, 1997.

BY: [Signature]
DAVID B. LEWIS, President

(CORPORATE SEAL)

STATE OF FLORIDA)
COUNTY OF CLAY)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared David B. Lewis, who is personally known to me or who has produced personally known as identification and who executed the foregoing Articles of Amendment to Articles of Incorporation and he acknowledged before me that he executed said Articles of Amendment and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 26th day of March, 1997.

[Signature]
Notary Public, State of Florida
My Commission Expires: _____



John B. Moss
MY COMMISSION # CC593321 EXPIRES
January 28, 2001
BONDED THRU TROY FARM INSURANCE, INC.

MINUTES OF SPECIAL MEETING
OF THE
STOCKHOLDERS OF
EASTERN MORTGAGE CORPORATION

A special meeting of the Stockholders of the corporation was held on the 26th day of March, 1997, at the offices of the corporation. The following person representing all the stockholders of the corporation was present:

David B. Lewis

The subject of the meeting was the change of the name of the corporation and after discussion and upon motion duly made and unanimously passed, it was:

RESOLVED, that the name of the corporation be changed from EASTERN MORTGAGE CORPORATION to WAYNE DC 3 ENTERPRISES, INC..

There being no further business, the meeting was adjourned.

EASTERN MORTGAGE CORPORATION

BY: 

DAVID B. LEWIS, President