Document Number Only 1723 C T COFFORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, Florida 32301 Phone Zip State City *****70.00 *****70.00 CORPORATION(S) NAME Wiegold Heguisition Coop Frosit-Ants. () Amendment () Merger Limited Liability Company () Mark () Dissolution/Withdrawal Foreign () Other () Annual Report () Limited Fartnership () Change of R.A. () Reservation () Reinstatement () Fictitious Name () Limited Liability Partners () CUS () Photo Copies () Certified Copy () After 4:30 () Call if Problem () Call When Ready Fick Up () Will Wait 🚯 Walk In () Maii Out Name FLEASE RETURN EXTRA Availability FILE STAMES Document Examiner JAN - 7 1998 THANKS, MELANT Upcater Verifier Acknowleagment N.F. Verifier CR2E031 (1-89)

R. Rolfe WAN 7 1998



ARTICLES OF INCORPORATION

OF

WIEGOLD ACQUISITION CORP.

Pursuant to Section 607.164 of the Florida 1989 Business Corporation Act, the undersigned, acting as incorporator of a corporation, adopts the following articles of incorporation.

ARTICLE I. Name and Address

The name of the Corporation is "Wiegold Acquisition Corp." The address of the initial principal office is 8 Greenway Plaza, Suite 1500, Houston, Texas 77046.

ARTICLE II. Duration

The period of the duration of the Corporation is perpetual.

ARTICLE III. <u>Purpose</u>

The purpose for which the Corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida 1989 Business Corporation Act.

ARTICLE IV. Capital Stock

Section IV.1. Amount. The total number of shares which the Corporation has authority to issue is Five Thousand (5,000) shares, par value \$.01 per share.

Section IV.2. <u>Class.</u> All shares of the Corporation shall be of one class and shall be known as shares of Common Stock. All shares of Common Stock shall have the same preferences, limitations, and relative rights.

Section IV.3. <u>Preemptive Rights Denied</u>. No shareholder shall have any preemptive right to acquire any additional unissued or treasury shares of the Corporation of any class now or hereafter authorized or held.

ARTICLE V. <u>Initial Registered Office and Agent</u>

The address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324. The name of the initial registered agent of the Corporation at such address is CT Corporation System.

ARTICLE VI. Initial Board of Directors

The number of Directors shall from time to time be fixed by the Bylaws of the Corporation. The number of Directors constituting the initial Board of Directors is one (1). Directors need not be residents of the State of Florida or shareholders of the Corporation. The name and address of the person elected to serve as the initial Director until the first annual meeting of the shareholders, or until his successors shall have been duly elected, unless he shall sooner die, resign or be removed, in accordance with the Bylaws of the Corporation, are as follows:

Name Address

J. Patrick Millinor, Jr.

8 Greenway Plaza, Suite 1500, Houston, Texas 77046

ARTICLE VII. **Incorporator**

The name and address of the incorporator of the Corporation is as follows:

<u>Name</u>

Address

Mary D. Corso

711 Louisiana, Suite 2900, Houston, Texas 77002

The undersigned, being the incorporator designated herein, executes these Articles of Incorporation and certifies to the truth of the facts stated therein this 6th day of January, 1998.

INCORPORATOR:

STATE OF TEXAS

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COUNTY OF HARRIS

This instrument was acknowledged before me on January 6, 1998, by Mary D. Corso, attorney for Wiegold Acquisition Corp., a Florida corporation, on behalf of said corporation.

CHRIS MARIE MENDOZA sibilary Public, State of Texas My Commission Expires 7-5-98 Notary Public in and for the State of Texas
Name: Meric Mender

My commission expires: 7

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