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BARLOW & BOHNE  
Attorneys and Counsellors at Law  
A Partnership Including Professional Associations

T. Mitchell Barlow, P.A.  
Karl W. Bohne, Jr., P.A.

April 30, 1999

Melbourne

780 S. Apollo Blvd.  
Suite 107

Melbourne, Florida 32901  
Telephone: (407) 723-5121  
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FILED  
MAY -3 AM 10:13  
TALLAHASSEE, FLORIDA

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

Re: WID'S PLACE, INC.

900002861349--6  
-05/04/99--01017--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for "Wid's Place, Inc." Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$ 35.00	Filing fee
\$ 35.00	Certificate of designation of registered agent
<u>\$ 32.50</u>	Certified copy
\$122.50	

Kindly file the original Articles of Incorporation in your offices and return the copy to us.

Thank you for your attention to this matter. If you should have any questions, I would be pleased to hear from you.

Sincerely,

*Kathleen A. Kessel*

Kathleen A. Kessel, Assistant to  
Karl W. Bohne, Jr.

kk  
Enclosures

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SHARON

MAY 7 - 1999

**ARTICLES OF INCORPORATION  
OF  
WID'S PLACE, INC.**

**FILED**  
99 MAY -3 AM 10:13  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - Name

The name of the corporation is WID'S PLACE, INC.

ARTICLE II - Duration

The period of duration of the corporation is perpetual.

ARTICLE III - Purpose

The purpose or purposes for which the corporation is organized is to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - Registered Office and Agent

The street address of the initial principal office of this corporation is 2852 Sarno Road, Melbourne, Florida 32935, and the name of the initial registered agent of this corporation is KARL W. BOHNE, JR., ESQUIRE, whose address is 780 S. Apollo Blvd., Ste. 107, Melbourne, Florida 32901.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be more than three (3). The name and address of the initial director of this corporation is:

Wid Bell  
2852 Sarno Road  
Melbourne, Florida 32935

ARTICLE VII - Incorporators

The name and address of the initial incorporator of this corporation is Wid Bell.

ARTICLE VIII - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - Amendment

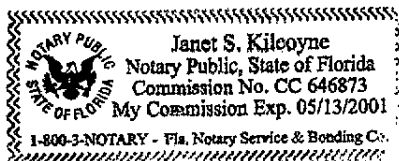
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

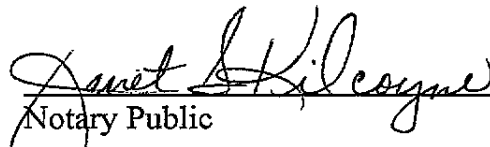
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 29TH day of APRIL, 1999.

  
\_\_\_\_\_  
WID BELL

STATE OF FLORIDA    )  
COUNTY OF BREVARD)

The foregoing Articles of Incorporation were acknowledged before me this 29TH day of APRIL, 1999 by WID BELL, who (is personally known to me) or who has produced \_\_\_\_\_ as identification and who did not take an oath.



  
\_\_\_\_\_  
Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That WID'S PLACE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2852 Sarno Road, Melbourne, Florida 32935, has named KARL W. BOHNE, JR., ESQUIRE, 780 S. Apollo Blvd., Ste. 107, Melbourne, Florida 32901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By:   
KARL W. BOHNE, JR., ESQUIRE  
Registered Agent

**FILED**  
99 MAY -3 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA