

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9170 FAX

800-342-8086



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

RECEIVED
JAN 25 AM 8:15
DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 010292 06479

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : 170.00

ORDER DATE : January 24, 1996

ORDER TIME : 3:24 PM

ORDER NO. : 010292

CUSTOMER NO: 06479

CUSTOMER: Paul W. Hitchens, Esq
PAUL W. HITCHENS, ESQ

6464 First Avenue North

St. Petersburg, FL 33710

300001697403

DOMESTIC FILING

NAME: ENG PAP, INC.

FILED
96 JAN 25 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JEANINE PREZEAU

EXAMINER'S INITIALS:

T. BROWN JAN 25 1996

ARTICLES OF INCORPORATION
OF
ENG PAP, INC.

FILED
96 JAN 25 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ENG PAP, INC.

The address of the principal office of this corporation shall be 5150 Ulmerton Road, #15, Clearwater, Florida 34620, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on January 24, 1996.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

DKS/mjp

P96000007891

PAUL W. HITCHENS, P.A.
ATTORNEY AT LAW
6464 FIRST AVENUE NORTH
ST. PETERSBURG, FLORIDA 33710

PERSONAL INJURY
& WRONGFUL DEATH
TRIAL PRACTICE
GENERAL PRACTICE

TELEPHONE: (813) 345-3788
FAX: (813) 347-7118
Paul W. Hitchens
Frank E. DiGirola
Robert "Bo" Michael

February 15, 1996

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

5000001720148
-02/21/96--01025--008
*****35.00 *****35.00

In re: ENG PAP, INC.

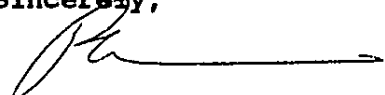
Dear Sir or Madame:

Enclosed is a Statement of Change of Registered Office and Registered Agent with regard to the above-captioned corporation. Also enclosed is my check in the amount of \$35.00 to cover the costs of filing.

Please provide my office with a corporate detailed records print out reflecting the change of registered agent in the envelope provided for your convenience.

Thank you.

Sincerely,


Paul W. Hitchens
PWH/pwa
Encls.

cc: Lori Dunlap, Corporation Information Services, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 21 PM 4:30

TLL FEB 21 1996

Charter No. P96000007891

Date Filed 1/25/96

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the under-
signed corporation, organized under the laws of the State of Florida, submits the following statement for
the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: ENG PAP, INC.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

TIMOTHY C. ENGEL

5150 Ulmerton Road, #15

Clearwater, FL 34620

4. The street address of its registered office and the street address of the business office of its registered
agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of
the corporation so authorized by the board of directors.

Timothy C. Engel, President
(Typed or printed name and title)

Signature

Timothy C. Engel
(President or Vice President)

Date

2-14-96

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 FUR-
THER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA
STATUTES.

Please Print/Type Name Timothy C. Engel

Signature

Timothy C. Engel
(Agent)

Date

2-14-96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 21 PM 4:30

PA6000007891

PAUL W. HITCHENS, P.A.
ATTORNEY AT LAW
6464 FIRST AVENUE NORTH
ST. PETERSBURG, FLORIDA 33710

PERSONAL INJURY
A WRONGFUL DEATH
TRIAL PRACTICE
GENERAL PRACTICE

TELEPHONE: (813) 345-3788
FAX: (813) 347-7115
Paul W. Hitchens
Robert "Du" Michael

September 8, 1997

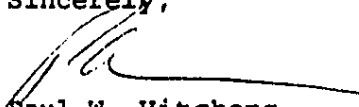
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

In re: Articles of Amendment for Working Cow, Inc., f/k/a
Eng Pap, Inc.

Dear Sir or Madame:

Enclosed for filing are Articles of Amendment for Working Cow, Inc., f/k/a Eng Pap, Inc. Also enclosed is a check in the amount of \$35.00 to cover the filing fee.

Sincerely,


Paul W. Hitchens
PWH/pwa
Encls.

500002290465--5
-09/11/97--01077--010
*****35.00 *****35.00

FILED

97 SEP 11 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done
9/17

N/C Amend

ARTICLES OF AMENDMENT

ENG PAP, INC.

PURSUANT to Florida Statutes Section 607.177(2) and Section 607.187 (2), the Articles of Incorporation of the above named corporation are hereby amended as follows:

1. The corporate name shall be changed to:
WORKING COW, INC.
2. The foregoing amendment was adopted on the 8 day of Sept, 1997, by a unanimous vote of the shareholders of the corporation as evidenced by the Resolution attached hereto and incorporated herein by reference, having been executed by all the shareholders of the Corporation.

IN WITNESS WHEREOF, we, the undersigned have executed these Articles of Amendment this 1 day of Sept, 1997.

Timothy C. Engel
TIMOTHY C. ENGEL
Director/Shareholder/President

Linda M. Engel
LINDA M. ENGEL
Director/Shareholder

Sonia P. Pappas
SONIA P. PAPPAS
Director/Shareholder

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 8 day of Sept, 1997, by TIMOTHY C. ENGEL, LINDA M. ENGEL and SONIA P. PAPPAS, Directors/Shareholders, to me well known and known to be all of the shareholders of WORKING COW, INC., f/k/a ENG PAP, INC.

Prepared by: PAUL W. HITCHEN
COMMISSION # CC 427735
EXPIRES DEC 19, 1998
ATLANTIC BONDING CO., INC.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

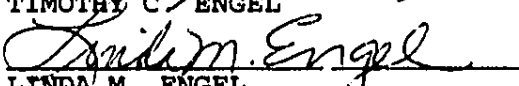
RESOLUTION

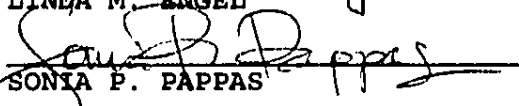
All of the Shareholders and Directors named in the Articles of Incorporation for ENG PAP, INC., being present, upon motion duly made and carried it is;

RESOLVED that ENG PAP, will change its corporate name to WORKING COW, INC. by filing Articles of Amendment with the Secretary of State's Office.

DATED this 8 day of Sept., 1997.


TIMOTHY C. ENGEL


LINDA M. ENGEL


SONIA P. PAPPAS