

PO000000347

Wolf Coporation
P.O. Box 2372
Umatilla, Fl 32784

June 7, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Fl 32399

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*****78.75 *****78.75

Subject: Wolf Coporation

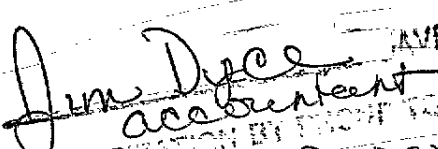
Dear Sir/Madame,

Enclosed please find an original and one copy of the articles of incorporation for Wolf Corporation and a check for \$78.75. If you have any questions please contact my accountant at (407) 851-4113.

Sincerely,


Ernest Calp

FILED
00 JAN -3 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Jim Dyce
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AUTHORIZATION BY TROOP 12
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099-21451



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 28, 1999

ERNEST CULP
P O BOX 2372
UMATILLA, FL 32784

Ref. Number: 700002985297

WOLF CORP

We have received your document for and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 499A00051839

ARTICLES OF INCORPORATION
of
WOLF CORPORATION OF CENTRAL FLORIDA

FILED
00 JAN -3 PM 2: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is Wolf Corporation of Central Florida.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

553 Kentucky Avenue
Umatilla, Florida 32784

The physical location of the corporation's initial principal office is:

553 Kentucky Avenue
Umatilla, FL 32784

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 10,000 shares of \$.10 par value stock.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Ernest Culp
Wolf Corporation of Central Florida, Inc.
553 Kentucky Avenue
Lake County
Umatilla, Florida 32784

**ARTICLE V
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Ernest Culp
P.O. Box 2372
Umatilla, FL 32784

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VII
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction

from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.


ARTICLE VIII OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Ernest Culp, Incorporator
553 Kentucky Avenue
Umatilla, FL 32784

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

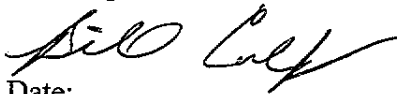
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the corporation is Wolf Corporation of Central Florida.
- 2) The name and address of the registered agent and office is:

Bill Culp
553 Kentucky Avenue
Umatilla, FL 32784

Having been named 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 further agree to comply with provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Bill Culp:



Date:

12-26-99