

P00000010434

TRANSMITTAL LETTER

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

700003095787--5

-01/12/00--01041--018  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Subject: WAGG CORP.

Enclosed is an original and two(2) copies of the Articles of Incorporation,  
and a check for \$87.50 for filing fee, certified copy & certificate of status.  
Thank you.

From: Williams A. Perez  
4344 N.W. 9th Ave., Box 168  
Pompano Beach, FL 33064  
Telephone: 954/946-8847

FILED  
00 JAN 31 PM 2:47  
TALLAHASSEE, FL  
DIVISION OF CORPORATIONS

S. Thompson JAN 31 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 21, 2000

WILLIAMS A. PEREZ  
4344 NW 9TH AVE, BOX 168  
POMPANO BEACH, FL 33064

SUBJECT: WAGG CORP.  
Ref. Number: W00000001713

We have received your document for WAGG CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6929.

Shannon Thompson  
Document Specialist

Letter Number: 800A00002883

**ARTICLES OF INCORPORATION  
OF  
WAGG FOUR, INC.**

ORIGINAL

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: WAGG FOUR, INC.

ARTICLE II

This corporation shall have a perpetual existence.

ARTICLE III

This corporation is organized generally for all lawful purposes for which corporations may be incorporated.

ARTICLE IV

The principal place of business of this corporation shall be:  
4344 Northwest 9th Avenue, Box 168, Pompano Beach, FL 33064.

ARTICLE V

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares. The shares shall be of single class and shall have \$1.00 par value per share. All issued stock shall be held of record by not more than ten (10) persons. Such stock shall be issued and transferable only to natural persons who are not non-resident aliens.

A majority of the outstanding shares shall constitute a quorum of shareholders' meeting unless the bylaws shall make provisions for some lesser percentage of shares (but not less than 33 1/3%).

ARTICLE VI

The street address of the registered office of the corporation is:  
4344 Northwest 9th Avenue, Box 168, Pompano Beach, FL 33064, and  
the name of the initial registered agent of the corporation at that address is  
Williams A. Perez.

FILED  
00 JAN 31 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VII

The number of directors constituting the initial board of directors is four (4) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Williams A. Perez  
4344 N.W. 9th Ave., Box 168  
Pompano Beach, FL 33064

George Menelas  
3530 Montessor Ave.  
Delray Beach, FL 33445

Andres Aguirre  
P.O. Box 2203  
Delray Beach, FL 33444

Garry Menelas  
3530 Montessor Ave.  
Delray Beach, FL 33445

#### ARTICLE VIII

The name and address of the incorporator is:

Williams A. Perez  
4344 N.W. 9th Ave., Box 168  
Pompano Beach, FL 33064

#### ARTICLE IX

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE X

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

#### ARTICLE XI

The Directors of this corporation may take action by written consent, as provided by law.

#### ARTICLE XII

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

ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by the majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

The undersigned being the original subscriber and incorporator of the foregoing corporation, does hereby certify that the following constitutes the proposed Articles of Incorporation of WAGG FOUR, INC.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation on this \_\_\_\_\_ day of January, A.D., 2000.



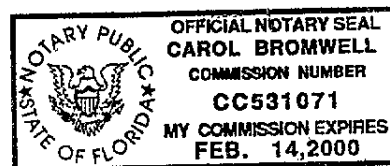
WILLIAMS A. PEREZ - INCORPORATOR  
4344 N.W. 9th Ave., Box 168  
Pompano Beach, Florida 33064

SWORN TO AND SUBSCRIBED before me this 27<sup>th</sup> day of January, A.D., 2000.



NOTARY PUBLIC, State of Florida

My Commission Expires:



CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/  
REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WAGG FOUR, INC.
2. The name and address of the registered agent and office is:

Williams A. Perez  
4344 N.W. 9th Ave., Box 168  
Pompano Beach, FL 33064

FILED  
00 JAN 31 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

  
\_\_\_\_\_  
WILLIAMS A. PEREZ