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ANDREWS & DAVIS  
ATTORNEYS AT LAW  
THE PROFESSIONAL BUILDING  
694 BALDWIN AVENUE, SUITE 1  
DEFUNIAK SPRINGS, FLORIDA 32433

ANGUS G. ANDREWS  
MARK D. DAVIS

TELEPHONE (850) 892-5838  
FACSIMILE (850) 892-5837

January 25, 2000

The Department of State  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, Florida 32311

400003113414--7  
-01/27/00--01104--002  
\*\*\*\*131.50 \*\*\*\*\*87.50

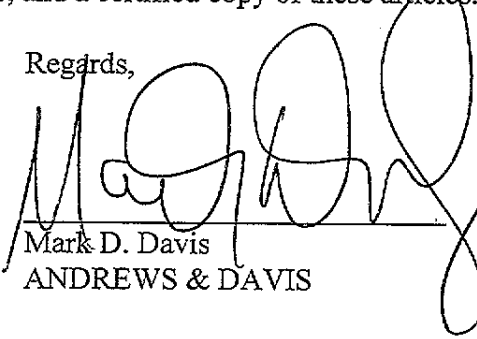
Re: *W. D. W. INCORPORATED*

Dear Division of Corporation:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation of Acceptance of Registered Agent for a Florida Corporation. Also, enclosed is a check for \$131.50 for filing of the W. D. W., INCORPORATED.

Please provide a certificate of status, and a certified copy of these articles.

Regards,



Mark D. Davis  
ANDREWS & DAVIS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 FEB 10 PM 5: 11

FILED

MDD.klg  
Enclosures

2544  
000-2744

R. VIGNARE FEB 10 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 2, 2000

ANDREWS & DAVIS, P.A.  
ATTN: MARK D. DAVIS  
694 BALDWIN AVENUE #1  
DEFUNIAK SPRINGS, FL 32433

SUBJECT: W. D. W., INCORPORATED  
Ref. Number: W00000002944

We have received your document for W. D. W., INCORPORATED. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 400A00004952

**ARTICLES OF INCORPORATION OF  
W. D. W. OF PDL, INCORPORATED**

**FILED**  
00 FEB 10 PM 5:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of the corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE ONE  
NAME**

The name of the corporation shall be W. D. W. of PdL, Incorporated.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual unless dissolved according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed by the Department of State.

**ARTICLE THREE  
PURPOSE OR PURPOSES**

The purpose or purposes for which this corporation is organized is:

- (1) To engage in any necessary and lawful business activity allowed by law.

**ARTICLE FOUR  
CAPITALIZATION**

The number of shares of stock this corporation is to have outstanding at any one time is 100 and shall have no par value.

**ARTICLE FIVE  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32433; and the name of its initial registered agent at such address is Mark D. Davis.

**ARTICLE SIX**  
**DIRECTORS**

The number of directors constituting the initial board of directors of this corporation is four. The names and addresses of each person who is to serve as member of the initial board of directors are:

Arthur Wayne Mitchem  
2953 PDL Springs Road  
Ponce de Leon, Florida 32455

Roger Dale Anderson  
P.O. Box 1669  
DeFuniak Springs, Florida 32435

Hartley Wayne Mayo  
P.O. Box 189  
Ponce de Leon, Florida 32455

Jerry Wayne Mitchem  
2963 PDL Springs Road  
Ponce de Leon, Florida 32455

**ARTICLE SEVEN**  
**INCORPORATOR**

The name and address of the incorporator of this corporation is: Arthur Wayne Mitchem, 2953 PDL Springs Road, Ponce de Leon, Florida 32455

**ARTICLE EIGHT**  
**OFFICERS**

The name and address of each officer is:

Arthur Wayne Mitchem, President  
2953 PDL Springs Road  
Ponce de Leon, Florida 32455

Roger Dale Anderson, Vice-President  
P.O. Box 1669  
DeFuniak Springs, Florida 32435

Hartley Wayne Mayo, Secretary  
P.O. Box 189  
Ponce de Leon, Florida 32455

Jerry Wayne Mitchem, Treasurer  
2963 PDL Springs Road  
Ponce de Leon, Florida 32455

**ARTICLE NINE**

The number of shares of stock as described in Article V above shall be distributed as follows:

Arthur Wayne Mitchem, (25)  
2953 PDL Springs Road  
Ponce de Leon, Florida 32455

Roger Dale Anderson, (25)  
P.O. Box 1669  
DeFuniak Springs, Florida 32435

Hartley Wayne Mayo, (25)  
P.O. Box 189  
Ponce de Leon, Florida 32455

Jerry Wayne Mitchem, (25)  
2963 PDL Springs Road  
Ponce de Leon, Florida 32455

**ARTICLE TEN**  
**PRINCIPAL OFFICE**

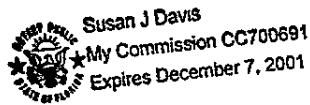
The principal place of business and mailing address of this corporation is 2953 PDL Springs Road, Ponce de Leon, Florida 32455.


IN WITNESS WHEREOF, the undersigned incorporator having executed these Articles of Incorporation on this 7<sup>th</sup> day of February, 2000.

  
Arthur Wayne Mitchem

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing was acknowledged before me this 7<sup>th</sup> day of February, 2000 by Arthur Wayne Mitchem, who is personally known to me and who did not take an oath.



  
Notary Public  
State of Florida

To: The Department of State  
Tallahassee, Florida 32304


FILED  
00 FEB 10 PM 5:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In Section 607.325 of the Florida General Corporation Act, the following is submitted:

W. D. W. of PdL, Incorporated, with its place of business at 2953 PDL Springs Road, Ponce de Leon, Florida 32455, has named and designated Mark D. Davis, of ANDREWS & DAVIS, located at 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32433, as its agent to accept service of process within Florida.

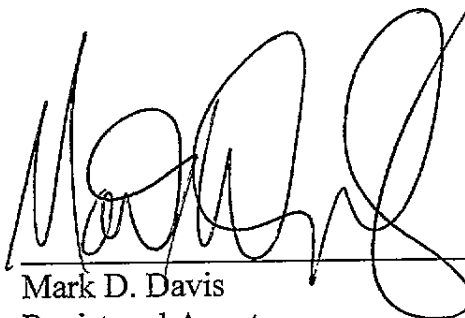
Dated this 7<sup>th</sup> day of February, 2000.

  
Arthur Wayne Mitchem  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 7<sup>th</sup> day of February, 2000.

  
Mark D. Davis  
Registered Agent  
ANDREWS & DAVIS