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JOHN L. KORTHALS

Attorney at Law

1401 East Atlantic Blvd.  
Pompano Beach, FL 33060

(954) 783-2999  
FAX (954) 783-9832

March 6, 2000

Secretary of State  
Corporations Division  
Post Office Box 6327  
Tallahassee, Florida 32314

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-03/08/00--01090--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Fred J. Wotocek, Inc.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Registered Agent for Fred J. Wotocek, Inc., together with our Check No. 7504 in the amount of \$78.75, to cover the cost of the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	35.00
	<u>\$ 78.75</u>

Please return the Certified Copy to this office at your earliest possible convenience. Thank you for your cooperation.

Very truly yours,

JOHN L. KORTHALS

JLK/tb  
Enclosures

FILED  
00 MAR -8 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T BROWN MAR 15 2000

ARTICLES OF INCORPORATION  
OF

FRED J. WOTOCEK, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 1 - Name

The name of this corporation is FRED J. WOTOCEK, INC.

Article 2 - Duration

This corporation shall exist perpetually.

Article 3 - Purpose

This corporation is organized to do any and all business permitted under the laws of the State of Florida.

Article 4 - Capital Stock

This corporation is authorized to issue Five Hundred (500) shares of One (\$1.00) Dollar par value common stock.

Article 5 - Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 1761 W. Hillsboro Blvd., Suite 102, Deerfield Beach, Florida 33442. The initial Registered Agent of this corporation is Fred J. Wotocek, whose street address is 1761 W. Hillsboro Blvd., Suite 102, Deerfield Beach, Florida 33442.

Article 6 - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Fred J. Wotocek  
1761 W. Hillsboro Blvd., Suite 102  
Deerfield Beach, Florida 33442

Article 7 - Incorporator

The name and address of the person signing these articles is:

Fred J. Wotocek  
1761 W. Hillsboro Blvd., Suite 102  
Deerfield Beach, Florida 33442

Article 8 - Voting Rights

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

Article 9 - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

Article 10 - Calling of Special Meetings

Special meetings of the shareholders may be called in any manner provided by law or the by-laws.

Article 11 - Shareholder Quorum and Voting

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Article 12 - Powers

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

Article 13 - Director Quorum and Voting

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to

be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.

Article 14 - Action by Directors Without a Meeting

The Directors of this corporation may take action by written consent, without a meeting, as provided by law.

Article 15 - 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.

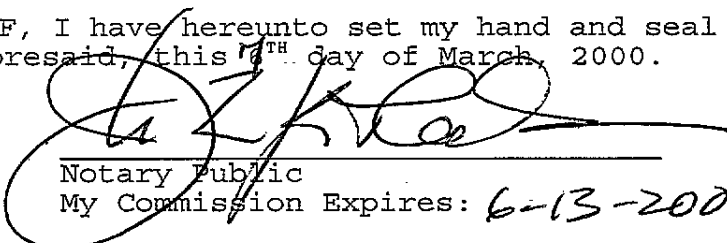
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7<sup>th</sup> day of March, 2000.

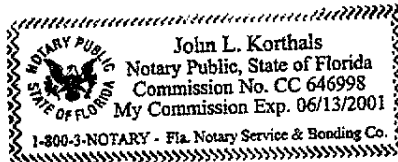
  
FRED J. WOTOCEK

STATE OF FLORIDA       )  
                                  :  
COUNTY OF BROWARD    )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared FRED J. WOTOCEK, known to and by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this 7<sup>th</sup> day of March, 2000.

  
Notary Public  
My Commission Expires: 6-13-2001



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

FILED  
00 MAR -8 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


The following is submitted pursuant to Chapters 48.091(1)  
and 607.034 of the Florida Statutes:

FRED J. WOTOCEK, INC., desiring to organize under the  
laws of the State of Florida, being in the County of Broward, at  
1761 W. Hillsboro Blvd., Suite 102, Deerfield Beach, Florida 33442,  
has named Fred J. Wotocek located at that same address, as its  
initial registered agent to accept service of process within this  
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above stated corporation, at the initial registered office of the  
Corporation in this State, I hereby accept to act in this capacity  
and agree to comply with the provisions of said statute relative to  
keeping the registered office of the corporation open from 10:00  
A.M. to noon each day, except Saturdays, Sundays and legal  
holidays, and to post therein a sign designating the name of the  
corporation and the name of its registered agent.

DATED this 7th day of March, 2000.

  
FRED J. WOTOCEK