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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 23 AM 10:17

Subject: WILSON McCLURE, INC.

Enclosed is an original and two copies of the articles of incorporation and a
Check for:

Filing Fee	35.00
Designation of Registered Agent	35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>
Total	87.50

FROM:

Lorie S. Larson/Barbara L. Rowe
5213 S. Crescent Drive
Tampa, Fl. 33611
813-835-8293

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6/27/00

ARTICLES OF INCORPORATION

OF

WILSON McCLURE, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is WILSON McCLURE, INC.

ARTICLE II

The principle place of business and mailing address is 5213 S. Crescent Drive, Tampa, Fl. 33611.

ARTICLE III

The general nature of the business to be transacted by this corporation shall be the creation, organization and turnkey sale of small businesses.

As principal, agent or otherwise, too buy, sell, hold, own, improve, operate, lease, convey, exchange, mortgage, pledge, transfer or otherwise acquire, use, and dispose, of office buildings, land, water rights, factories, shops, salesroom, apparatus, materials, supplies, and property, both real and personal, wheresoever situated, and to exercise such rights and privileges as may be requisite to carry out any or all of the foregoing purposes, and to construct, equip, lease, rent, hire and manage buildings and structures of every kind and description.

To buy, sell, deal in, and supply goods, wares, merchandise and services of every class and description to the extent now or hereafter permitted by law; to buy, own, hold, improve, lease, sell, encumber, convey and execute mortgages, and encumber its property, both real, personal and mixed; to buy, own, hold, lease, assign, sell, transfer, encumber, exchange and otherwise generally to deal in personal property of every nature and kind whatsoever.

To buy, sell and act as agent or broker in the purchase and sale of real estate and personal property of every kind and character.

To own and operate wholesale and retail establishments engaged in the sale of products, commodities, and general merchandise of every kind and character.

To purchase and acquire any other business or businesses, or any interest therein, and to pay for the same in cash or in shares or debentures of this Corporation, or partly in one of such modes and partly in the other or others.

To borrow or raise money by the issuance of bonds, debentures, bills of exchanged, promissory notes, or other obligations or securities of the Corporation, or by mortgage or in such manner as the Board of Directors may deem proper.

To enter into working arrangements of any kind and all kinds, whether by contract, or otherwise, which such other persons, company's, or corporations as the Board of Directors may deem convenient or beneficial to this Corporation.

To grant to other persons, firms, or corporations the right or privilege to carry on any kind of business not prohibited by law, on the premises of the Corporation, on such terms as the Corporation shall deem expedient or proper.

To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any persons or company to carry on; to enter into partnership or into any concessions, or cooperate with any person or company carrying on or about to carry on, or any business transaction capable of being conducted so as directly or indirectly to benefit this Corporation; to buy, own, hold, sell, encumber, assign or transfer, and generally to deal with commercial paper of any and all kinds, and to do all things necessary in connection therewith.

To invest the moneys of the Corporation not immediately required by it in such manner as the Board of Directors may deem proper.

To do any and everything else which in the opinion of the Board of Directors is necessary, convenient or beneficial to the Corporation.

It being the intention that the objects and purposes specified shall be in no wise limited or restricted by the reference to or inference from the terms of any other clause of these Articles of Incorporation, and shall be construed as independent objects, and as in furtherance of, and not in limitation of, the general powers conferred by the laws of the State of Florida upon corporations for profit.

ARTICLE IV

The total number of shares of the authorized capital stock of the Corporation is Ten Thousand (10,000) shares of Common Stock with a par value of \$.50 per share.

All such stock shall be non-assessable, issued at and for such consideration, whether the same be cash, services rendered or otherwise, and upon such terms and conditions as may be fixed by the Board of Directors of the Corporation.

The Board of Directors of the Corporation in its discretion may declare and pay dividends to the holders of common stock out of the earnings of the Corporation, after making such provision, if any, as the Board of Directors may deem necessary for working capital and for additional improvements to its property, and for general expansion of its business. Said dividends shall be fixed by the Board of Directors in its discretion.

The holders of the common stock of the Corporation shall have one vote for each share of such stock owned by them for the election of Directors and for all other purposes.

No holder of common stock of the Corporation, or any other class of stock which may hereafter be created, shall be entitled as such, as a matter of right, to subscribe for or purchase any part of any new or additional issue of stock of any class whatsoever or of securities convertible into stock of any class whatsoever, whether now or hereafter authorized or whether issued for cash, property, or services, or by way of dividends, and all such rights are waived by each holder of the common stock, and of any other class of stock which may hereafter be created, but any such unissued stock or such authorized issue or new stock for any class or of any securities convertible into stock may be issued and disposed of, pursuant to a resolution of the Board of Directors of the Corporation, to such other persons, firms, corporations, or associations, and upon such terms, as may be deemed advisable by the Board of Directors in the exercise of its discretion, but subject to the provisions of this Certificate.

ARTICLE V

The amount of capital with which the Corporation shall begin shall not be less than Five Hundred Dollars and No Cents (500.00).

ARTICLE VI

The names and addresses of the initial officers and first members of the Board of Directors who shall hold office for the first year of the Corporation, or until their successors are elected and qualified, unless otherwise provided by the By-Laws, are:

Barbara L. Rowe 3001 Bay Vista, Tampa, Fl. 33611
President, Secretary and Director

Lorie S. Larson 5213 S. Crescent Drive, Tampa, Fl. 33611
Vice President, Treasurer and Director

ARTICLE VII

The address of the initial registered agent of the Corporation shall be 5213 S. Crescent Drive, Tampa, Fl. 33611 and its initial registered agent at such address shall be Lorie S. Larson.

ARTICLE VIII

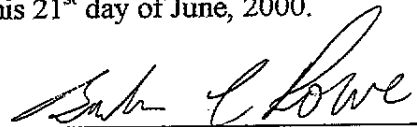
The names and addresses of the co-incorporators are as follows:

Barbara L. Rowe	3001 Bay Vista, Tampa, Fl. 33611
Lorie S. Larson	5213 S. Crescent Drive, Tampa, Fl. 33611

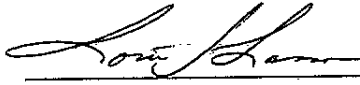
ARTICLE IX

The Corporation shall indemnify every person who is serving or has served as an officer, director, employee or agent of the Corporation, or at its request, of any other corporation of which it is a stockholder or creditor and from which such person is not entitled to be indemnified, in the manner and to the full extent permitted by the Florida Statutes, subject to the limitations on and conditions of such indemnification set forth therein, which indemnification shall not affect any other rights to which such persons may be entitled.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 21st day of June, 2000.


Barbara L. Rowe - Incorporator

6/21/2000
Date


Lorie S. Larson - Incorporator

6-21-2000
Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Lorie S. Larson - Registered Agent

6-21-00
Date

FILED
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STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 23 AM 10:18

I hereby certify that before me, the undersigned authority this day personally appeared Lorie S. Larson and Barbara L. Rowe presenting sufficient identification and who subscribed to the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same freely and voluntarily for the uses and purposes therein expressed and that she did not take an oath.

WITNESS my hand and seal at Tampa, Florida this 21st day of June, 2000.

William J. Shane



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH
Sworn to and subscribed before me this 21st day of June, 2000. who is [] personally known: or [] has presented [] as identification.