



CAPITOL  
DEVELOPMENT GROUP

PO0000112835

December 7, 2000

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

RE: WRA Capitol, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$87.50 for Filing Fee, Certified Copy and Certificate of Status for the above referenced corporation.

I have enclosed a Federal Express airbill for return of the copy and certificate to me.

Thank you for your consideration.

Sincerely,

  
Renée Fowler

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-12/11/00--01003--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

APPROVED  
AND  
FILED

00 DEC -8 PM 4:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE  
2000 DEC -8 PM 3:50  
NOTIFIED AGENCY OF SUFFICIENCY OF FILING TO AVOID FEE

2000 DEC 08 2000

**ARTICLES OF INCORPORATION**

**OF**

**WRA CAPITOL, INC.**

The undersigned, for the purpose of forming a corporation for profit under laws of Florida, hereby adopts the following Articles of Incorporation:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 DEC -8 PM 4:02

APPROVED  
AND  
FILED

**ARTICLE I – NAME:**

The name of the corporation is: *WRA Capitol, Inc.*

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of business/mailling address is: 110 Bry Lynn Drive, West Melbourne, Florida 32904

**ARTICLE III – PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV – CAPITAL STOCK**

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock each having one dollar (\$1.00) par value.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

**ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is c/o Renée Fowler, 110 Bry Lynn Drive, West Melbourne, Florida 32904 and the name of the initial registered agent of this corporation at that address is Renée Fowler.

## ARTICLE VI – DIRECTORS

- (a) Number. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
C. Breck Kean	1261 Glenwood Avenue Atlanta, Georgia 30316
Robin Delmer	1261 Glenwood Avenue Atlanta, Georgia 30316
Steven DeFrancis	1261 Glenwood Avenue Atlanta, Georgia 30316

- (c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

## ARTICLE VII – INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitle as a matter of law or which he may be lawfully granted.

## ARTICLE VIII – BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that such bylaws are not subject to amendment or repeal by the directors.


## ARTICLE IX - INCORPORATOR

The name and address of the incorporator of this corporation is: C. Breck Kean,  
1261 Glenwood Avenue, Atlanta, Georgia 30316

## ARTICLE X – AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporation has executed this Articles on  
December 7, 2000.

  
C. Breck Kean

STATE OF )  
 ) ss:  
COUNTY OF )

The foregoing instrument was acknowledged before me on December 7, 2000 by C. Breck Kean, who is personally known to me.

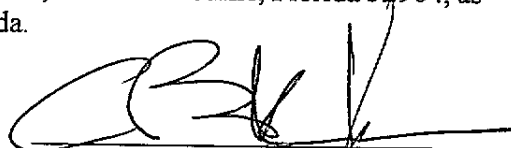
Dennis P. Arnold  
Notary Public

Notary Public, Fulton County, Georgia  
My Commission Expires February 10, 2003

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

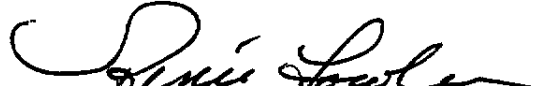
WRA Capitol, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of West Melbourne, State of Florida, has named Renée Fowler, located at 110 Bry Lynn Drive, West Melbourne, Florida 32904, as its agent to accept service of process within Florida.



C. Breck Kean, Incorporator

Dated: December 7, 2000

Having been named to accept service of process for the above stated Corporation, at the place designated in this 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.



Renée Fowler, Registered Agent

Dated: December 7, 2000

APPROVED  
AND  
FILED

00 DEC -8 PM 4: 02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA