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LAW OFFICES OF JUSTIN G. JOSEPH, P.A.
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April 4, 2001

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

400003972444--4
-04/09/01--01073--006
*****70.00 *****70.00

RE: Wellman & Sons, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Wellman & Sons, Inc.

I have enclosed my client's check in the amount of \$70.00 to cover the following itemized expenses:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
TOTAL	\$70.00

Thank you for your assistance in this matter.

Sincerely,


David P. Folkenflik, Esquire

FILED
01 APR -9 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DPF:leh
Enclosure(s)

4-13-01
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WELLMAN & SONS, INC.

The undersigned LAWRENCE D. WELLMAN, II, does hereby make subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be WELLMAN & SONS, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the purpose of operating a retail ice cream and snack store.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1,000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholders shall be LAWRENCE D. WELLMAN and ROSE S. WELLMAN, husband and wife, with Right of Survivorship.

The 1000 shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

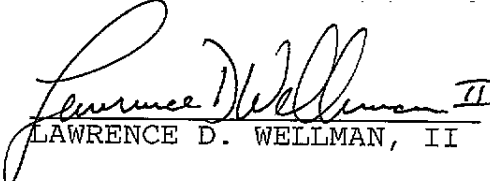
OFFICERS OF THE CORPORATION

The officers of the corporation shall be LAWRENCE D. WELLMAN, II, President; ALEXANDER S. WELLMAN, Vice President; and ROSE S. WELLMAN, Secretary and Treasurer.

ARTICLE VIII

INCORPORATORS


The name and address of the initial incorporator to these Articles of Incorporation are:


LAWRENCE D. WELLMAN, II

1555 Gulf to Bay Blvd.
Clearwater, FL 33755

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 4th day of April, 2001, by LAWRENCE D. WELLMAN, II, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.


Name:
Notary Public, State of Florida

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:

WELLMAN & SONS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Clearwater, State of Florida, has named LAWRENCE D. WELLMAN, II, located at 1555 Gulf to Bay Boulevard, Clearwater, FL 33755, as its agent to accept service of process within Florida.

SIGNATURE: Lawrence D. Wellman *LD*

TITLE: INCORPORATOR

DATE: 04. APR. 01

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.

Lawrence D. Wellman *LD*
LAWRENCE D. WELLMAN, II

Date

04. APR. 01

FILED
01 APR -9 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FL 32399