

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000051130

Wil-Bil, Inc.

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*****78.75 *****78.75

FILE
FIRST

- Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

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TALLAHASSEE

RECEIVED
01 MAY 23 AM 9:49
DIVISION OF CORPORATION

J. BRYAN MAY 23 2001

Signature _____

Requested by: KC S/B3
Name Date Time

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
FOR
WIL-BIL, INC.**

The undersigned, acting as incorporators, hereby adopt these Articles of Incorporation and form a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act") and other laws of the State of Florida, as follows:

ARTICLE I. CORPORATE NAME.

The name of the Corporation is:

WIL-BIL, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are:

**WIL-BIL, INC.
12405 WONDER ROAD
SPRING HILL, FLORIDA 34610**

ARTICLE III. CAPITAL STOCK

(a) The Corporation is authorized to issue 1000 shares of One U.S. dollar (\$1.00) per value common stock, which shall be designated Common Stock.

(b) All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.

(c) Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of

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TALLAHASSEE, FLORIDA

voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Articles of Incorporation.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is:

**WILLIAM M. COKE
12405 WONDER ROAD
SPRING HILL, FLORIDA 34610**

ARTICLE V. INCORPORATOR.

The name and address of the Incorporator of these Articles of Incorporation are:

**WILLIAM M. COKE
12405 WONDER ROAD
SPRING HILL, FLORIDA 34610**

ARTICLE VI. PURPOSE.

The purpose of the Corporation is to engage in any and all lawful business for which corporations may be organized under general law.

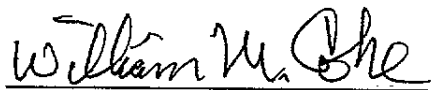
ARTICLE VII. PREEMPTIVE RIGHTS.

The Corporation elects to have preemptive rights.

ARTICLE VIII. AMENDMENT.

Theses Articles of Incorporation may be amended in the manner provided by law.

The undersigned have executed these Articles of Incorporation this 21st day of May, 2001.



WILLIAM M. COKE
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE MENTIONED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

WIL-BIL, INC.

2. The name and address of the registered agent and office are:

**WILLIAM M. COKE
12405 WONDER ROAD
SPRING HILL, FLORIDA 34610**

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William M. Coke
William M. Coke

5/21/01
Date