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

June 4, 2001

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*****87.50 *****87.50

SUBJECT: Incorporation filing for The WWIN Group, Incorporated

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$87.50 for Filing Fee, Certified Copy and a Certificate of Status

FROM: Dennis J. Daniels
5459 Friarsway Drive
Tampa, FL 33624
(813)908-7309

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01 JUN -6 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION FOR
A FLORIDA FOR PROFIT CORPORATION
TO BE KNOWN AS

THE WWIN GROUP, INC.

The undersigned natural person, for the purpose of forming a for profit corporation under Chapter 607 and 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this for a profit corporation shall be:

The WWIN Group, Incorporated

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Corporate Center One
2202 N. West Shore Boulevard Suite 200
Tampa, FL 33607

ARTICLE III - PURPOSE

This for a profit corporation is organized for the purpose of conducting estate planning, and any other lawful business activity permitted under the Florida Statutes regarding corporations, [Chapter 607 and 621] and all amendments thereto as of the date of filing of these Articles of Incorporation with the office of the Department of State for the sovereign state of Florida. "Business" means every trade, occupation, or profession and other lawful business, purpose, or activity carried out by the corporation.

ARTICLE IV - POWERS

This corporation shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including without limitation, the following powers:

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- (1) Sue and be sued, and defend, in its name.
- (2) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (3) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of all or any part of its property.
- (4) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity.
- (5) Make contracts or guarantees, or incur liabilities, borrow money, issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the corporation.
- (6) Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.
- (7) Conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state.
- (8) Select and appoint officers, directors, employees, and agents of the corporation, define their duties, fix their compensation, and lend them money and credit.
- (9) Make donations for the public welfare or for charitable, scientific, or educational purposes.
- (10) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former officers, agents, and employees.
- (11) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.
- (12) Make payments or donations or do any other act not inconsistent with law that furthers the business of the corporation.

ARTICLE V – SHARES

The aggregate number of shares which this Corporation shall have authority to issue is 100,000, all of which shall be shares of common stock having a par value of one cent (\$0.01) per share.

ARTICLE VI – INITIAL DIRECTORS

The Board of Directors of the Corporation shall consist of the following persons, and the names and addresses of the persons who shall serve as directors until the next annual meeting of the shareholders or until their successors are elected and

qualified are as follows:

Dennis J. Daniels, 5459 Friarsway Drive, Tampa, FL 33624

Albert R. Coringrato, 9075 Quail Creek Drive, Tampa, FL 33647

The number of directors of the Corporation shall be fixed and may be altered from time to time as may be provided in the Bylaws.

ARTICLE VII – REGISTERED AGENT

The initial registered agent is Dennis J. Daniels, and the initial registered office is 5459 Friarsway Drive, Tampa, FL 33624. Telephone (813)908-7309.

ARTICLE VIII - INCORPORATOR

The incorporator is Dennis J. Daniels, address 5459 Friarsway Drive, Tampa, FL 33624. Telephone (813)908-7309.

IN WITNESS WHEREOF, the undersigned natural person acting on behalf of the corporation, has executed these Articles of Incorporation for the purposes stated therein, on this 5th day of June, 2001.

Dennis J. Daniels

[Handwritten Signature]

Incorporator *Produced a Fla Dr Lic*

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

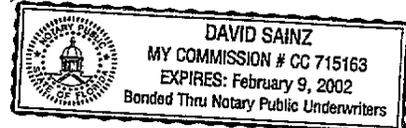
This instrument was acknowledged before me on this ____ day of June, 2001, by Dennis J. Daniels, in his capacity as incorporator of The WWIN Group, Inc.

Notary Public for the State of Florida

(SEAL)

[Handwritten Signature]

Signature of Notary



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



Dennis J. Daniels
Initial Registered Agent
5459 Friarsway Drive
Tampa, FL 33624

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