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FLORIDA PROFIT CORPORATION OR P.A.

WGR GROUP, INCORPORATED

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 2001

CAPITAL CONNECTION

SUBJECT: WGR GROUP, INCORPORATED
REF: W01000014457

Corrected

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 487-6052.

Becky McKnight
Document Specialist
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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION

OF

WGR GROUP, INCORPORATED

(A For Profit Corporation)

ARTICLE I - Name

The name of this Corporation is: WGR Group, Incorporated

ARTICLE II - Duration

This Corporation shall have perpetual existence.

ARTICLE III - Purposes and Powers

This Corporation is organized for the purpose of and shall have the authority to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, (1989) as presently enacted and as it may be amended from time to time.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 1,000,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VI - Initial Registered Office and Agent

The street address of the initial principal office and initial registered office of this Corporation is 6761 37th Avenue North, St. Petersburg, Florida 33710 and the name of the initial Registered Agent of this Corporation at that address is Frank Palazzo.

ARTICLE VII - Initial Board of Directors

This Corporation shall initially have one (1) director. The number of directors may either be increased or diminished from time to time in accordance with the provisions of the bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is: Frank Palazzo 6761 37th Avenue North, St. Petersburg, FL 33710

ARTICLE VIII - Incorporators

The name and address of the person signing these articles is; Frank Palazzo 6761 37th Avenue North, St. Petersburg, FL 33710

ARTICLE IX - Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of JUNE, 2001.



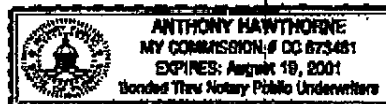
STATE OF FLORIDA:

COUNTY OF PINELLAS:

The foregoing instrument was acknowledged before me this 21st day of JUNE, 2001, by Frank Palazzo who is personally known to me or who has produced Florida Driver License as identification and who did not take an oath.


Notary Public

My Commission Expires:

August 19, 2001

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

PURSUANT TO FLORIDA STATUTES 48.091, WGR Group, Incorporated, (A For Profit Corporation) desiring to organize under the laws of the State of Florida, hereby designates Frank Palazzo as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes 48.091 (3) relating to maintaining an office for the service of process.



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