

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Document #) (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Certificate of Status Will wait Photocopy Mail out **AMENDMENTS NEW FILINGS** Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other registration/ OTHER FILINGS OUALIFICATION Annual Report Foreign > SELL FM 2: SE Fictitious Namé Limited Parlinership Name Reservation Reinstatemen Trademark Other

CR2E031(10/92)

ARTICLES OF INCORPORATION

<u>OF</u>

WPB VENTURE MANAGEMENT, INC.

TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida General Corporation Act.

ARTICLE I

Name of Corporation

The name of the corporation is:

WPB VENTURE MANAGEMENT, INC., a Florida Corporation

ARTICLE II

General Purpose

This corporation is organized for the purpose of transacting any or all lawful business permitted by the laws of the State of Florida and of the United States of America.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having no par value.

ARTICLE IV

Address

The initial street address of the principal office of this corporation in the State of Florida is:

505 Wekiva Springs Road Suite 800 Longwood, Florida 32779

ARTICLE V

Incorporators and Subscribers

The name and street address of each person signing the Articles of Incorporation as incorporator(s) and subscriber(s) are:

Philip F. Keidaish, Jr.

505 Wekiva Springs Road Suite 800 Longwood, Florida 32779

ARTICLE VI

<u>Duration and</u> <u>Date Corporate Existence Commences</u>

The date when corporate existence for this corporation shall begin shall be on the date of the filing of these Articles of Incorporation and this corporation shall have perpetual duration.

ARTICLE VII

Registered Agent

The street address of the initial registered agent of this Corporation is 505 Wekiva Springs Road, Suite 800, Longwood, Florida 32779, and the name of the initial registered agent of this Corporation at that address is Philip F. Keidaish, Jr., Esquire.

ARTICLE VIII

Indemnification

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

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

ARTICLE X

Amendment

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

SIGNED, SEALED and DELIVERED in the presence of:

PHILIP'F. KEIDAISH, JR.

STATE OF FLORIDA COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 16th day of August 2001, by PHILIP F. KEIDAISH, JR., who is personally known to me or who has produced as identification and who did (did not) take an oath.

Carolyn Van Sandt

(print name)

Notary Public, State of Florida My commission expires:

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, a resident of the State of Florida, having been named in Article VII of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations for registered agents set forth in the Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the Corporation.

DATED, this 16th day of August, 2001.

PHILIP F. KEIDAISH, IR., ESQ., Registered Agent 505 Wekiva Springs Road, Suite 500 Longwood, Florida 32779