

P02000022968

LAW OFFICES OF
STEPHEN W. BEIK
PROFESSIONAL ASSOCIATION
1101 N. LAKE DESTINY DRIVE, SUITE 120
MAITLAND, FLORIDA 32751-7120

Telephone: (407) 875-0999
Facsimile: (407) 875-1230
E-Mail BeikPA@aol.com

February 21, 2002

300005000673--0
-02/25/02--01046--025
*****78.75 *****78.75

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RECEIVED
3-1-02

**Re: Incorporation of The Wil-Sam Construction and Engineering Group,
Inc,
Our File No.: 099763**

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation, Certificate of Designation for Registered Agent/Registered Office and check #3567 in the amount of \$78.75 made payable to the Secretary of State representing the filing fee for this matter. Please file this with your office as soon as possible and return a certified copy to me at the above-listed address.

If you there is anything additional that you may need, please feel free to contact me at the address and/or telephone number listed above.

Thank you for your assistance in this matter.

Sincerely,

Stephen W. Beik

Stephen W. Beik

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25 AM 9:39

SWB/se

Enclosures - Articles of Incorporation & copy
Certificate of Designation for Registered Agent/Office & copy
Check #3567 in the amount of \$78.75

F. CHESSEY FEB 28

ARTICLES OF INCORPORATION

OF

FILED
3-1-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25 AM 9:38

THE WIL-SAM CONSTRUCTION AND ENGINEERING GROUP, INC.

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is:

THE WIL-SAM CONSTRUCTION AND ENGINEERING GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing the 1st day of March, 2002.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - ADDRESS

The initial address of the registered office and principal address of this corporation is 2241 Lake Vilma Drive, Orlando, FL 32835, and the name of the initial registered agent of this

corporation is Stephen W. Beik, 1101 N. Lake Destiny Road, Ste. 120, Maitland, FL 32701.

ARTICLE VI - DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may either increase or diminish from time to time, in accordance with the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

**Joseph Barnes
2241 Lake Vilma Dr.
Orlando, FL 32835.**

ARTICLE VII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which he agrees to take is as follows:

Joseph Barnes	100 Shares
---------------	------------

ARTICLE VIII - BYLAWS

The powers to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - DIRECTORS COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

ARTICLE X - AMENDMENT

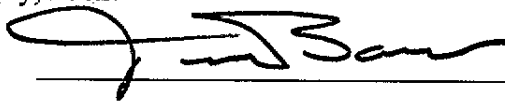
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Joseph Barnes
2241 Lake Vilma Drive
Orlando, FL 32835.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 20th day of February, 2002.

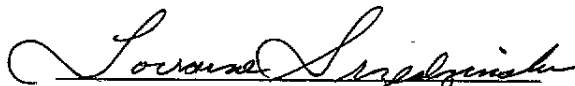


Joseph Barnes, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Joseph Barnes, () personally known to me or (X) who produced a drivers license as identification, and he acknowledged before me that he executed these Articles of Incorporation.

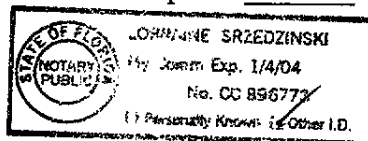
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 20 day of February, 2002.



NOTARY PUBLIC, State of Florida

at Large

My Commission Expires: _____

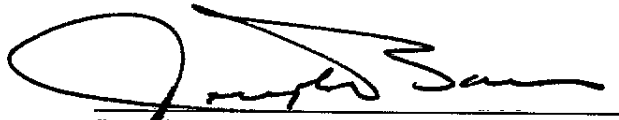


Drivers License

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: The Wil-Sam Construction and Engineering Group, Inc. Corporation.
2. The name and address of the registered agent is: Stephen W. Beik, 1101 N. Lake Destiny Drive, Suite 120, Maitland, Florida 32751.



Joseph Barnes

Title: Incorporator

Date: 2/20/02

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.



Stephen W. Beik

Date: 2-20-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25 AM 9:38