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LAW OFFICES
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JESSE P. WILLIAMS
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May 16, 2002

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

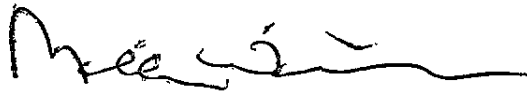
Re: WALCAT PROPERTIES, INC.
Our File No. 7075-3

Dear Sir/Madam:

Please find enclosed for filing Articles of Incorporation and Acceptance of Registered Agent Designated in Articles of Incorporation. Please establish same. A check in the amount of \$78.75 is enclosed. Also enclosed is an extra copy of Articles and Acceptance. Please return a certified copy to us in the provided stamped addressed envelope.

Thank you for your assistance. Please call me if you have any questions.

Sincerely,



Miller Williams

LMW:cjb
Encl.

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MAY 20 PM 1:43
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WALCAT PROPERTIES, INC.

FILED
02 MAY 20 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WALCAT PROPERTIES, INC.

The address of the principal office of this corporation shall be 831 N. Irma Ave, Orlando, FL 32803 and the mailing address of the corporation shall be 600 Northshore Circle, Casselberry, FL 32707.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 831 N. Irma Ave, Orlando, FL 32803 and the name of the registered agent of the corporation at that address is Miller Williams.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Catharine A. Filipski	600 Northshore Circle Casselberry, FL 32707
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Walter J. Filipski	600 Northshore Circle Casselberry, FL 32707
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ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Catharine A. Filipski	600 Northshore Circle
President	Casselberry, FL 32707

Walter J. Filipski	600 Northshore Circle
VP, Treasurer, Secretary	Casselberry, FL 32707

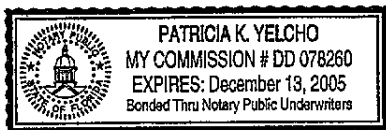
ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Catharine A. Filipski
600 Northshore Circle
Casselberry, FL 32707

IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal on this 9 day of May, 2002.

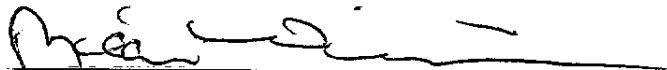
Catharine A Filipski
Catharine A. Filipski



Patricia K Yelcho
Orlando, FL 32810
County of Orange

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Miller Williams, a Florida resident, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Miller Williams

FILED
02 MAY 20 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FL 32304