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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/12

TRANSMITTAL LETTER

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

SUBJECT: W & M Properties Inc.
(proposed corporate name)

Enclosed please find an original copy of the Articles of
Incorporation for the above corporation and a check in the
amount of \$70.00.

FROM: Tim McLeod
Name

261 S. W. 4th Street
Address

Dania Beach, Florida 33004
City, State & Zip

(954) 922-7347
Telephone Number

Note: Additional copy of articles is needed when
certified copy is requested.

ARTICLES OF INCORPORATION
OF
W & M PROPERTIES INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

W & M Properties Inc.

ARTICLE II

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

W & M Properties Inc.
261 S. W. 4th Street
Dania Beach, Florida 33004

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares.

ARTICLE IV

The name and address of the initial registered agent is:


Tim McLeod
261 S. W. 4th Street
Dania Beach, Florida 33004

ARTICLE V

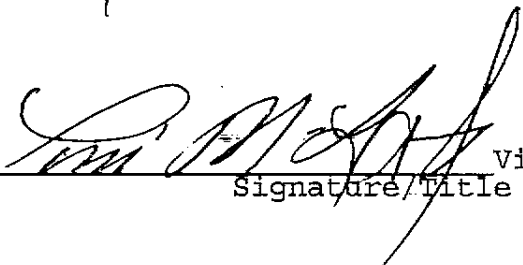
The names and street addresses of the incorporators to these Articles of Incorporation are:

1. Jack L. Wilson
6811 N. W. 7th Court
Margate, Florida 33063
2. Tim McLeod
261 S. W. 4th Street
Dania Beach, Florida 33004

The undersigned have executed these Articles of Incorporation this 1st day of November, 2002.



Signature/Title President



Signature/Title Vice-Pres./Sec./Treas.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

W & M Properties Inc.


2. The name and address of the registered agent and office is: --

Tim McLeod
(Name)

261 S. W. 4th Street
(P. O. Box not acceptable)

Dania Beach, Florida 33004
(City/State/Zip)

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.

SIGNATURE 

DATE November 1st, 2002

REGISTERED AGENT FILING FEE \$35.00