

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

THE WALTER BROWN GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 26, 2004

KRAMER A LITVAK PA

SUBJECT: THE WALTER BROWN GROUP, INC.
REF: W04000003166

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32311

AUTHORIZATION

The undersigned hereby authorizes Walter Brown to file a Florida corporation using the name
"The Walter Brown Group, Inc."

Dated: December 11, 2003.

The Walter Brown Group, Inc.,
a New Jersey corporation authorized to do
business in Florida

By Walter F Brown
Its President

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**ARTICLES OF INCORPORATION
OF
THE WALTER BROWN GROUP, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME, PRINCIPAL OFFICE AND OFFICER/DIRECTOR

The name of this corporation is THE WALTER BROWN GROUP, INC., and its principal office is located at 1823 E. LaRua Street, Pensacola, FL 32501, and its mailing address is 1823 E. LaRua, Pensacola, FL 32501. The President and Director is Walter Brown.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of

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Florida Bar No. 965881
Litvak Beasley & Wilson, LLP
220 W. Garden Street, Suite 606
Pensacola, Florida 32502
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one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new 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.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 1823 E. LaRue Street, Pensacola, FL 32501, and the name of this corporation's initial registered agent is Walter Brown.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is Walter Brown, 1823 E. LaRue Street, Pensacola, FL 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of DECEMBER, 2003.


Walter Brown, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, **Walter Brown**, am familiar with and hereby accept the appointment as Registered Agent for **The Walter Brown Group, Inc.**, as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 11th day of December, 2003.



Walter Brown

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