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TO:

Division of Corporations

Fax Number : (850) 205-0381.

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone

: (305)599-0839

Fax Number

: (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

THE WHITTINGHAM CORPORATION

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TOUT JUL 26 A 8: 27
SECRETARY OF STATE ALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF The Whittingham Corporation

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION: The Whittingham Corporation

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED ARE: Real Estate Investments

- 1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS CONNECTED WITH
- 2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH OR AUXILLARY TO THE FOREGOING BUSINESS.
- TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATIO NIS
AUTHORIZED TO ISSUE IS 1,000,000 SHARES. SUCH SHARES SHALL BE OF A
SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00.
Propaged by Brito Accounting, Inc
407 Lincoln Road, Suite 500
Mismil Beach, FL. 33139

ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE OF THE CORPORATION IS: 2761 White Blvd., Namles, FL. 34117 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS: Edward D. Whitinghem

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS Two (2) THE NAME AND ADDRESS OF BACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS:

PRESIDENT:

Edward D. Whittingham, 2761 White Blvd, Naples, FL. 34117 Nanette Whittingham, 2761 White Blvd., Naples, FL. 34117

VICE-PRES: SEC:

Nanette Whittingham, same

TREASURER:

Edward D. Whittingham same

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS: Edward D. Whittingham, 2761 White Blvd., Naples, FL. 34117 THE UNDERSIGNED HAS MADE AND SUBSCRIBED THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA, THIS Z/ DAY OF July, 2004.

A STATE OF THE PARTY EVENT

Edward D. Whittingham, INCORPORATOR.

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, A NUTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED Edward D. Whithingham and known by me to
BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION AND HE'SHE ACKNOWLEDGED BEFORE ME THAT HE'SHE
EXECUTED THOSE ARTICLES OF INCORPORATION.
IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND
COUNTY ABOVE, ON ZO DAY OF My, 2004.

NOTARY PUBLIC STATE OF FLORIDA COMMISSION EXPIRES: HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THIS PLCE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

RECESTERED ACENT Edward D. Whittingham

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED <u>Edward II. Whitingham</u> KNOWN TO BE AND
KNOWN BY ME TO EXECUTE THE FOREGOING ACCEPTANCE BY
REGISTERED AGENT, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT
HE/SHE EXECUTED THAT ACCEPTANCE ON
ZIZ DAY OF July 2004

NOTARY PUBLIC STATE OF FLORIDA

COMMISSION EXPIRES

SECRETARY OF STATE

N JUL 26 A 8: