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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 27 2011

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 05/26/2011

REF. #: 001827.148772

CORP. NAME: WW HOLDCO, INC.

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 539951 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF INCORPORATION

OF

WW HOLDCO, INC.

a Florida corporation

ARTICLE I

The name of this corporation is WW HOLDCO, INC. (the "Corporation").

ARTICLE II

The principal place of business and the mailing address of the Corporation is:

2 South Biscayne Blvd Ste 1750
Miami, Florida 33131

ARTICLE III

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE IV

This Corporation is authorized to issue 10,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The name and address of the initial Officers and/or Directors are:

Fred F. Kriz
2 South Biscayne Blvd Ste 1750
Miami, Florida 33131
Title: President and Director

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ARTICLE VI

The name and address of the registered agent of the Corporation is:

NRAI Services, Inc.
515 E. Park Avenue
Tallahassee, FL 32301

ARTICLE VII

The name and address of the incorporator is:

NRAI Corporate Services
515 E. Park Avenue
Tallahassee, FL 32301

[Signature on next page]

IN WITNESS WHEREOF, the undersigned incorporator of **WW Holdco, Inc.** has executed these Articles of Incorporation this 26TH day of May, 2011.

NRAI Corporate Services

By: P. Tadlock
Its Agent: Patricia Tadlock

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH

That WW Holdco, Inc., desiring to organize under the laws of the State of Florida, has named NRAI Services, Inc., 515 E. Park Avenue, Tallahassee, FL 32301, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 26th day of May, 2011.

NRAI Services, Inc.

Katie Wonsch

Name: Katie Wonsch

Title: Assistant Secretary

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