

P9500003054

ACCOUNTING & TAX SOLUTIONS, INC.
520 NORTH SEMORAN BLVD., SUITE 290
ORLANDO, FL. 32807
(407) 282-8031

December 27, 1994

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-0170/95--01109--013
*****70.00 *****70.00

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

SUBJECT: C & B Specialties, Corp.

Enclosed please find the original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00 for the filing fee and registered Agent fee.

FROM: SANTOS RIVERA
520 N. SEMORAN BLVD. SUITE 290
ORLANDO, FL. 32807

FILED
95 JAN -9 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 12 1995

ARTICLES OF INCORPORATION
C & B Specialties, Corp.

FILED
95 JAN -9 AM 9:28
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 - NAME

The name of the Corporation shall be: C & B SPECIALTIES, CORP.

ARTICLE - II

The Corporation shall have perpetual existence.

ARTICLE - III

The general purpose of the business to be transacted by this Corporation is:

- A. Transacting any or all lawful business for which corporations may be incorporated under Florida Statutes.
- B. To engage in any kind of welding work such as architectural, machines, cars, mufflers and any other related iron works.
- C. To engage in the construction field as a contractor or subcontractor.
- D. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- E. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- F. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law

ARTICLE - IV - PRINCIPAL OFFICE

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

431 E. Donegan Ave
Kissimmee, FL 34744

ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$1.00 par value common stock, which shall be designated common shares.

ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Mr. Peter Cruz
667 Koala CT.
Poinciana, FL 34759

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE - VII - INCORPORATORS

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

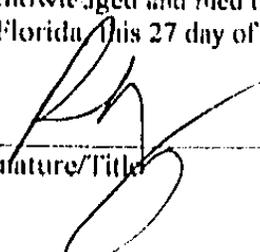
Mr. Peter Cruz
667 Koala CT.
Poinciana, FL 34759

ARTICLE - VIII - DIRECTORS

The business and affairs of the corporation shall be managed by a Board of one or more Directors. The number and composition of the Board shall from time to time be established by the Board of Directors.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, and stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State
of Florida, this 27 day of December 1994.

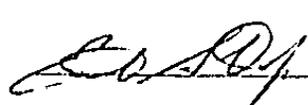


Signature/Title

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Mr. Peter Cruz and
acknowledged that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 31st day of December 1994



Notary Public - State of Florida
COMM. #
My commission expires:



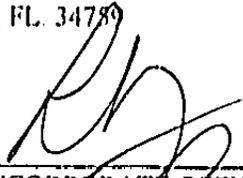
OFFICIAL SEAL
EVARISTO SOTO, JR.
My Commission Expires
Jan. 12, 1996
Comm. No. CC 173851

CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of section 607 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 is: C & B Specialties, Corp.
- 2 - The name and address of the registered agent and office is:

Mr. Peter Cruz
667 Koala CT.
Poinciann, FL. 34789

SIGNATURE 
(CORPORATE OFFICER)
TITLE PRESIDENT
DATE 1/3/95

95 JAN -9 AM 9 28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 
(RESIDENT AGENT)
DATE 1/3/95

P95000003054

ACCOUNTING & TAX SOLUTIONS
540 East Horatio Ave., Suite 200
Maitland, FL 32751
(407) 644-5655

January 2, 1996

100001684961
-01/10/96--01113--012
*****35.00 *****35.00

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: Amendments C& B Specialties, Corp.

Enclosed please find the original and one (1) copy of the amendment to the articles of incorporation for the above corporation. Also a check in the amount of \$35.00 for the filing fee is enclosed. Thank you for your prompt attention and cooperation to this matter.

FROM: SANTOS RIVERA
540 East Horatio Avenue, Suite 200
Maitland, FL 32751

FILED
96 JAN 10 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC + AMEND
DEB
1-16

FILED
96 JAN 10 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
C & B SPECIALTIES, CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted:

ARTICLE I - NAME

The name of the Corporation shall be: WBO SPECIALTIES, INC.

ARTICLE III - Clause B

B. To engage in any kind of welding work such as architectural, machines, cars, mufflers and any other related iron works. In addition, this corporation shall market, distribute, purchase, sell, acquire or dispose of any kind of merchandise. To represent and promote any organization or activity.

SECOND: The date of the above amendment's adoption shall be December 21, 1995.

THIRD: Adoption of Amendments was approved by the shareholder. The number cast for the amendment was sufficient for approval.

Signed this 21st day of December, 1995

By: _____
Chairman of the Board of Director and President

PETER CRUZ

Printed Name

[Signature]

President