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Re: Bond Certified Check Trust Lawyer

January 24, 1995

Secretary of State
State of Florida
Division of Corporations
The Capitol Building
Tallahassee, Florida 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 25 PM 2:04

Re: Incorporation of Weloff, Inc.

Gentlemen:

Regarding the above-captioned, I am enclosing herewith the original and one copy of the Articles of Incorporation and designation of Registered Agent. Please also prepare a Certificate of incorporation to be forwarded to my office. I am enclosing our firm check in the sum of \$78.75 for these fees.

Please file the original and return a copy to me with the Certificate of Incorporation at your earliest convenience.

Thank you for your courtesy and assistance in this matter.

Very sincerely yours,

JAMES, ZIMMERMAN & PAUL


Glenn J. Paul

enc.

3000001781098
-01/27/95 -01019-012
****\$78.75 + **\$78.75

JK

**ARTICLES OF INCORPORATION
OF**

WELOFF, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby makes these Articles in order to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be WELOFF, INC.

ARTICLE II

ADDRESS

The initial Post Office address of the principal office of this corporation in the State of Florida is 201 South Amelia Avenue, Suite B-3, DeLand, Florida 32724.

The directors may from time to time move the principal office to any other address in Florida.

ARTICLE III

INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Harold Welton, 201 South Amelia Avenue, Suite B-3, DeLand, Florida 32724.

ARTICLE IV

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: The corporation may engage in any activity or business permitted under the laws of the State of Florida and of the United States.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE V

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

DIRECTORS

The corporation shall have at least one (1) director, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The names and Post Office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
RODNEY B. WELTON	375 Hilltop Court DeLand, Florida 32724
GREG T. GOFF	216 Bonner Avenue Daytona Beach, Florida 32118

ARTICLE IX

INCORPORATORS

The names and Post Office addresses of the Incorporators of

the Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
RODNEY B. WELTON	375 Hilltop Court DeLand, Florida 32724
GREG T. GOFF	216 Bonner Avenue Daytona Beach, Florida 32118

ARTICLE X

OFFICERS

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer and such other officers as the directors shall deem necessary. The names, titles, and addresses of the first officers of the Corporation who shall hold office subject to the provisions of these Articles of Incorporation, the By-Laws of this Corporation and the laws of the State of Florida until their successors are elected or appointed are as follows:

President:	RODNEY B. WELTON	375 Hilltop Court DeLand, Florida 32724
Vice-Pres.:	GREG T. GOFF	216 Bonner Avenue Daytona Beach, Florida 32118
Secretary:	RODNEY B. WELTON	375 Hilltop Court DeLand, Florida 32724
Treasurer:	GREG T. GOFF	216 Bonner Avenue Daytona Beach, Florida 32118

ARTICLE XI

BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIV

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 19th day of January, A.D., 1995.

Rodney B. Welton
RODNEY B. WELTON

Greg T. Goff
GREG T. GOFF

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **RODNEY B. WELTON** and **GREG T. GOFF**, who produced driver's licenses as identification or who is personally known to me to be the person(s) described in and who executed the foregoing Articles of

Incorporation, and who acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state and county aforesaid, this 19th day of January, A.D., 1995.

(SEAL)



Notary Public, State of Florida
LEE C. DELARUSSO
My Comm. Exp. Dec. 17, 1996
Comm. No. CC-247009

Lee C. DeLarusso
Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Act. That WELOFF, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation located at 201 South Amelia Avenue, Suite B-3, DeLand, Florida, has named HAROLD WELTON, 201 South Amelia Avenue, DeLand, Florida 32724, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: January 23, 1995.

By:

Harold D. Welton
HAROLD WELTON
(Registered Agent)

FILED
CLERK OF DISTRICT COURT
JAN 26 1995
2:04