

**P95 0000/1098**

**Fowler, Barice and Feeney**

PROFESSIONAL ASSOCIATION

ATTORNEYS AND COUNSELORS AT LAW

JAMES A. FOWLER  
CAROLE JOY BARICE  
THOMAS C. FEENEY, III  
MARY L. SNEED

EMPIRE BUILDING  
28 W. CENTRAL BLVD.  
ORLANDO, FLORIDA 32801

TELEPHONE: (407) 425-2684  
TELEFAX: (407) 425-2690

**January 30, 1995**

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

**100001399524  
-02/07/95--01078--016  
\*\*\*\*122.50 \*\*\*\*122.50**

**RE: INCORPORATION OF WIEVEL INCORPORATED**

**Dear Sirs:**

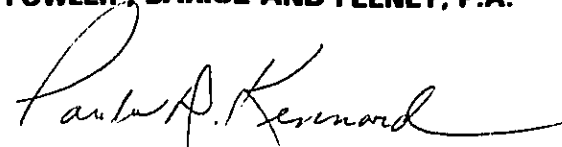
**Attached please find Articles of Incorporation and Certificate for the purpose of incorporating Wievel Incorporated.**

**Also enclosed is our Trust Account Check in the amount of \$122.50, to cover your fee in this matter.**

**Thank you for your assistance.**

**Sincerely,**

**FOWLER, BARICE AND FEENEY, P.A.**



**Paula D. Kennard  
Paralegal**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB -6 PM 3:35**

*5/26*

# **ARTICLES OF INCORPORATION**

**OF**

## **WIEVAL INCORPORATED**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

### **ARTICLE I. NAME AND ADDRESS**

The name of the corporation shall be:

#### **WIEVAL INCORPORATED**

The address of the principal office of this corporation shall be

**1177 Louisiana Avenue, Suite 206**

**Winter Park, Florida 32789**

### **ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB -6 PM 3:35

have outstanding at any one time is 100 shares of common stock. Each of the said shares of stock shall entitle the holder thereof to one vote at any meeting of the Stockholders. All or any part of the said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued, shall be paid and shall be non-assessable.

#### **ARTICLE IV. REGISTERED OFFICE**

#### **AND INITIAL REGISTERED AGENT**

The street address of the registered office of the corporation shall be

**1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789**

and the name of the initial Registered Agent of the corporation at that address is:

**ROBERT M. WINSLOW**

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State, and is to exist perpetually.

#### **ARTICLE VI. BOARD OF DIRECTORS**

All corporate powers, business and affairs of the corporation shall be exercised and managed by or under the authority and direction of its Board of Directors, subject

to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director, initially. The name and street address of the initial members of the Board of Directors are:

**ROBERT M. WINSLOW**  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

**ALTON C. LOUDERMILK**  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

**E. KIM EVANS**  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

#### **ARTICLE VII. OFFICERS**

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

**ROBERT M. WINSLOW**  
President  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

**ALTON C. LOUDERMILK**  
Vice President  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

**E. KIM EVANS**  
Secretary-Treasurer  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789

### **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is

**ROBERT M. WINSLOW  
1177 Louisiana Avenue, Suite 206  
Winter Park, Florida 32789**

### **ARTICLE IX. BYLAWS**

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

### **ARTICLE X. INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

### **ARTICLE XI. PRE-EMPTIVE RIGHTS**

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

### **ARTICLE XII. AMENDMENT TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each Director of the time

and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

**IN WITNESS WHEREOF**, the Incorporator has executed these Articles of Incorporation this 31<sup>st</sup> day of January, 1995.

**INCORPORATOR:**

  
**ROBERT M. WINSLOW**

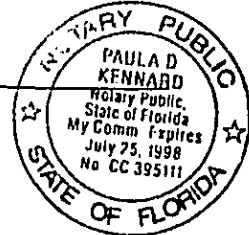
**STATE OF FLORIDA**

**COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of January, 1994, by **ROBERT M. WINSLOW**.

  
**NOTARY PUBLIC (Signature)**

PAULA D. KENNARD  
**(Printed Name of Notary Public)**



☒ **Personally Known to Me**

☐ **Produced Identification of** \_\_\_\_\_

# WIEVAL INCORPORATED

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

In compliance with Section 48.091 of Florida Statutes, the following is submitted:

**WIEVAL INCORPORATED**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Winter Park, State of Florida, has named **ROBERT M. WINSLOW**, 1177 Louisiana Avenue, Suite 206, Winter Park, Florida, 32789, as agent to accept service of process within the State of Florida.

### ACKNOWLEDGEMENT:

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 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.

#### REGISTERED AGENT:

  
**ROBERT M. WINSLOW**

Dated this 31<sup>st</sup> day of JAN, 1995.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of

January, 1994, by **ROBERT M. WINSLOW**.

  
NOTARY PUBLIC (Signature)

Paula D. Kennard  
(Printed Name of Notary Public)

☒ Personally Known to Me

☐ Produced Identification of \_\_\_\_\_

