

P95000026792

RECEIVED

95 APR -4 PM 4:05

Rutledge, Elenia, Underwood, Parnell & Holliman, P.A.

(Requestor's Name)

420 S. Monroe St.

(Address)

681-6788

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

200001447392

-04/05/95--01001--003

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. WILEY'S, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
WILEY'S, INC.

FILED  
95 APR -6 PM 5:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I  
NAME

The name of the corporation is WILEY'S, INC.

ARTICLE II  
DURATION

The corporate existence shall commence on the date of filing, and the duration of the corporation shall be perpetual.

ARTICLE III  
ADDRESS

The principal office of the corporation in the State of Florida shall be located at:

9000 W. Gulf Blvd.  
Treasure Island, Florida 33706

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The address of its initial registered office and agent shall be:

Irving Starr Ellsworth, Jr.  
9000 W. Gulf Blvd.  
Treasure Island, Florida 33706

**ARTICLE V**  
**PURPOSE**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of Florida. The corporation shall be authorized to conduct its business or hold property in any part of the United States and its possessions and foreign countries.

**ARTICLE VI**  
**CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue is 100 shares, each share having \$1.00 par value. The corporation, in the discretion and upon resolution of the Board of Directors, may at any time and from time to time issue and dispose of any of the authorized and unissued shares of stock of the corporation and may create optional rights to purchase or subscribe for shares of stock of the corporation. Such stock may be issued and disposed of for such kind and amount of consideration and to such persons, friends, and corporations, and such optional rights may be created, at once or other evidence of such rights issued, on such terms, at such prices, and in such manner as may be determined by resolution adopted by the Board of Directors, subject to any provision of law then applicable.

**ARTICLE VII**  
**INCORPORATION**

The name and mailing address of the incorporator is as follows:

Irving Starr Ellsworth, Jr.  
9000 W. Gulf Blvd.  
Treasure Island, Florida 33706

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but in no event shall be less than one. The name and address of the initial board of directors is:

Irving Starr Ellsworth, Jr.  
9000 W. Gulf Blvd.  
Treasure Island, Florida 33706

**ARTICLE IX**  
**INDEMNIFICATION**

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

**ARTICLE X**  
**AMENDMENT AND BYLAWS**

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized and empowered, in the manner provided in the bylaws of the corporation, to make, alter, amend and repeal the bylaws of the corporation in any respect not inconsistent with the laws of the State of Florida or with the Articles of Incorporation.

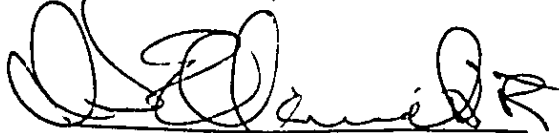
In addition to the powers and authorities hereinbefore or by statute expressly conferred upon it, the Board of Directors may exercise all such powers and do all such acts as may be exercised or done by the corporation, subject, nevertheless, to the provisions of the laws of the State of Florida, these Articles of Incorporation and the bylaws of the corporation.

Whenever the vote of stockholders at a meeting thereof is required or permitted to be taken for or in connection with any corporate action, the action may be taken with the written consent of the holders of a majority of the stock, or a greater percentage

where required by statute; provided that prompt notice must be given to all stockholders of the taking of corporate action without a meeting.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein granted are subject to these reservations.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

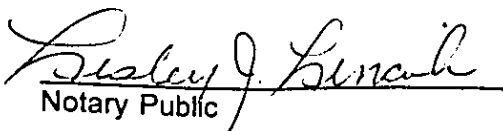
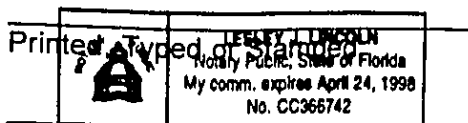


Irving Starr Ellsworth, Jr.

STATE OF FLORIDA

COUNTY OF

The foregoing instrument was acknowledged before me this 30<sup>d</sup> day of March, 1995, by \_\_\_\_\_, produced \_\_\_\_\_  
(type of identification) and who did (did not) take an oath.

  
Notary Public

Title or Rank

Serial Number

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

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

Wiley's, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9000 W. Gulf Blvd., Treasure Island, Florida 33706, and its registered office at 9000 W. Gulf Blvd., Treasure Island, Florida 33706, has named Irving Starr Ellsworth, Jr. as its agent to accept service of process within Florida.

Signature: \_\_\_\_\_

Title: \_\_\_\_\_

Incorporator

Date: \_\_\_\_\_

30 March 95

DATE OF FILING

95 APR -4 PM 5:11

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.

Signature: \_\_\_\_\_

Title: \_\_\_\_\_

Registered Agent

Date: \_\_\_\_\_

30 March 95