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ATTORNEY AT LAW  
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MIAMI, FLORIDA 33137

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EDDIE

**P95000029560**

April 5, 1995

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

100001452211  
-04/10/95--01051--001  
\*\*\*\*122.50 \*\*\*\*122.50

RE: E. W. C., Inc.

Dear Sir:

Enclosed is the certificate of incorporation for E. W. C., Inc. and my trust account check in the amount of \$122.50 to pay in full the required incorporation fee.

Kindly return to my office the certified copy of the certificate of incorporation of E. W. C., Inc.

Sincerely,

*Eddie L. Fields*  
Eddie L. Fields

ELF:vmg

Enclosures

100001452211  
-04/10/95--01051--001  
\*\*\*\*122.50 \*\*\*\*122.50

CERTIFICATE OF INCORPORATION  
OF  
E. W. C., INC.

RECEIVED  
JAN 10 1963  
STATE OF FLORIDA  
SECRETARY OF STATE

We, the undersigns, are desirous of forming a corporation under the laws of the State of Florida, such laws that are applicable to corporations for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Certificate of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be E. W. C., INC., and its principal place of business shall be 3100 N.W. 170th Street, Miami, FL 33056, and any other location that the Board of Directors may deem appropriate.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose or object to be transacted, promoted or carried on by this corporation is to carry on any kind or type of business activity permitted under the laws of the State of Florida and Federal Statutes, as amended.

ARTICLE III

SHARES OF STOCK - NUMBER

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is One Thousand Shares (1,000) of common stock with the par value of \$.01 per share.

The Shares shall carry no preemptive rights.

Stock in this corporation shall be paid for in lawful money of the United States of America, or in property, labor, or services, provided that where stock is paid for in or by property, labor or services, the just value thereof shall be fixed by the incorporators or the Board of Directors, in the manner provided by state statute.

#### ARTICLE IV

##### AMOUNT OF CAPITAL

The amount of capital with which the corporation will begin business will be a minimum of One Hundred (\$100) Dollars.

#### ARTICLE V

This corporation is to have perpetual existence, commencing upon the approval by the Secretary of State of this certificate of incorporation.

#### ARTICLE VI

##### DIRECTOR(S)

The affairs of the corporation will be managed by a Board of Directors numbering at least one (2). The names and addresses of the individuals who are to serve as director(s), until new directors are elected at the first shareholders meeting are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Van Williams	3100 N.W. 170th Street Miami, FL 33056
Jeanette Williams	3100 N.W. 170th Street Miami, FL 33056

ARTICLE VII

OFFICER(S)

The names and addresses of the individuals who will serve as the initial officers of the corporation until new officers are appointed at the first meeting of the shareholders, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Van Williams President	3100 N.W. 170th Street Miami, FL 33056
Jeanette Williams Secretary	3100 N.W. 170th Street Miami, FL 33056

ARTICLE VIII

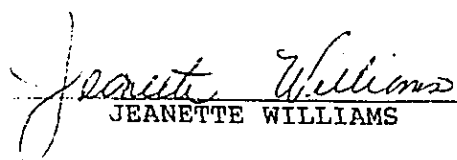
SUBSCRIBERS

The names and addresses of the individuals who are the original subscribers for the shares of common stock of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Van Williams	3100 N.W. 170th Street Miami, FL 33056
Jeanette Williams	3100 N.W. 170th Street Miami, FL 33056

We, the undersigns, being the original subscribers to this Certificate of Incorporation, does hereby make, subscribe, acknowledge and file this certificate and certify that the facts stated herein are true, and have hereunto set our hands and seals this 4th day of April, 1995.

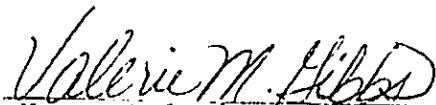
  
\_\_\_\_\_  
VAN WILLIAMS

  
\_\_\_\_\_  
JEANETTE WILLIAMS

STATE OF FLORIDA)  
                                  ) ss:  
COUNTY OF DADE        )

BE IT REMEMBERED that on this 4th\_\_ day of April, 1995 personally came before me, a notary public of the State of Florida, Van Williams and Jeanette Williams, the parties to the foregoing Certificate of Incorporation, who are personally known to me and acknowledged the said certificate to be the acts and deeds of the signers, and that the facts herein are truly set forth.

Given under my hand and official seal the day and year aforesaid.



Name: Valerie N. Gibbs  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:  
NOTARY PUBLIC, STATE OF FL AT LARGE  
MY COMMISSION EXPIRES 4-25-95  
BONDED THROUGH BONDING AGENCY  
My Commission No.: CC103306

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

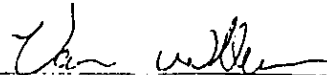
FILED  
JAN 10 1968  
CLERK OF DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That E. W. C., INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation at the City of Miami, County of Dade and State of Florida, has named VAN WILLIAMS, 3100 N.W. 170th Street, Miami, FL 33056, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
VAN WILLIAMS  
Registered Agent