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95 JUN 27 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TANAKS & BROWN



ATTORNEYS AT LAW

2963 Gulf To Bay
Suite 100
Clearwater, Florida 34619

OFFICE USE ONLY

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-06/28/95--01006--013
***122.50 ***122.50

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

- 1. Where's The Wolfe, 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

AA 6-29

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
WHERE'S THE WOLFE, INC.**

The undersigned for the purpose of forming a corporation under the provisions of Chapter 607.0202 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I. NAME

The name of the Corporation shall be WHERE'S THE WOLFE, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 2201 51st Street North, St. Petersburg, Florida 33710.

ARTICLE III. CAPITAL STOCK

The authorized capital stock of the Corporation shall be 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 2201 51st Street North, St. Petersburg, Florida 33710.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Wesley C. Wing.

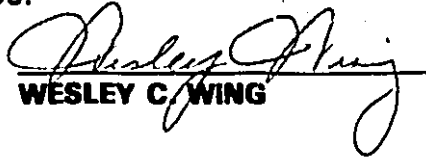
ARTICLE V. INCORPORATION

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Wesley C. Wing	2201 51st Street North St. Petersburg, Florida 33710

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 22 day of JUNE, 1995.

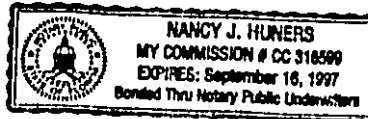

WESLEY C. WING

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing articles of incorporation were acknowledged before me on the 22nd day of June, 1995, by Wesley C. Wing who is personally known to me or produced _____ for identification.


NOTARY PUBLIC
My commission expires:



**CERTIFICATE OF DESIGNATION OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: WHERE'S THE WOLFE, Inc.
2. The name and address of the registered agent and office is:

Wesley C. Wing
(Name)

2201 51st Street North
(P.O. Box not acceptable)

St. Petersburg, Florida 33710
(City/State/Zip)

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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 of the obligations of my position as registered agent.



WESLEY C. WING, Registered Agent

DATE: 6/22/95