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((H95000007671))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BARCLAY & ASSOCIATES, INC.
FAX AUDIT NUMBER: H95000007671 CURRENT STATUS: REQUESTED
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortonham
Secretary of State

July 11, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: BARCLAY & ASSOCIATES, INC.
REF: W95000013926

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Corporate Specialist

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11/16/77
ANTHONY COLEMAN
FL BAR NO. 368563
6363 N.W. 6 Way
Suite 210
Ft. Lauderdale, FL 33309
(305) 766-1001

ARTICLES OF INCORPORATION
OF
W.B. & ASSOCIATES, INC.

11/16/77
10:11:11
JAN-01-1908

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

W.B. & ASSOCIATES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names and addresses of the Initial Board of Directors are:

11/16/77
WILMA BARCLAY
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

ARTICLE V. INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

WILMA BARCLAY
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the Initial registered agent is:

WILMA BARCLAY
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

1/9/1995

The undersigned has(have) executed these Articles of Incorporation this date:
JULY 11, 1995

Wilma Barclay
WILMA BARCLAY, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: **W. B. & ASSOCIATES, INC.**
2. The name and address of the registered agent and office is:
WILMA BARCLAY
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

SIGNATURE Wilma Barclay
TITLE: INCORPORATOR

DATE: JULY 11, 1995

Having been named Registered Agent 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 the obligations of my position as registered agent.

Wilma Barclay
Registered Agent
WILMA BARCLAY
11340 HARBOR WAY SUITE 1646
LARGO, FLORIDA 33644

JULY 11, 1995
DATE

FILED
JUL 12 PM 2:20
CLERK OF DISTRICT COURT
JULY 12 1995

1/9/1995

P95000053653

450 Carriage House Lane
Tarpon Springs, FL 34689
813-934-8599

Sept 12/96.

Florida Dept. of State
P.O. Box 6327,
Tallahassee, Fl.

Doc. No. P95000053653

Please be advised of a change of
address, shown above.

Thank you.

William Barclay

updated LR 9/17/96
sent R/A info