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

Trademark

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1	Profit	Amendment			
ŀ	NonProfit	Resignation of R.A., Office	er/Director	####122.50 ***#122.50	
t	Limited Liability	Change of Registered Agent ++		****122.50 ****122.50	
į	Domestication	Dissolution/Withdrawal			
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	OTHER FILINGS	QUALIFICATION		F. CHESSER SEP 2 0 1995	
<b>├──</b> ┼	Annual Report	Foreign	Foreign F. CHESSER SEP 2 0 1773  Limited Partnership		
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CR2E031(10/92)

## ARTICLES OF INCORPORATION

OF

## WATTS BROTHERS INVESTMENT GROUP, INC.

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

<u>ARTICLE I - NAME.</u> The name of the corporation is WATTS BROTHERS INVESTMENT GROUP, INC.

<u>ARTICLE II - CORPORATE PURPOSE AND POWERS</u>. This corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE III - CAPITAL STOCK. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having a nominal value or par value of One Dollar (\$1.00) per share, which such stock shall have the entire voting power of the corporation. Stock shall be issued under section 1244 of the Internal Revenue Code.

<u>ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT.</u> The street address of the initial registered office of this corporation is 20 Hill Avenue, Ft. Walton Beach, Florida and the mailing address is Post Office Drawer 1806, Ft. Walton Beach, Florida 32549. The initial registered agent at that address shall be Thomas E. Watts.

ARTICLE V - DIRECTORS. The corporation shall have a board of directors consisting of not less the (1) nor more than three (3) directors. The initial board of directors shall consist of the following persons:

Thomas E. Watts 787 Choctaw Lane Shalimar, Florida 32579 James R. Watts 900 Sara Drive Shalimar, Florida 32579

<u>ARTICLE VI - INCORPORATORS</u>. The name and address of the person signing these Articles is:

James R. Watts

20 Hill Avenue Ft. Walton Beach, Florida 32579

ARTICLE VII - BY-LAWS. The power to adopt, alter, amend or repeal the by-laws of this corporation shall be vested in the board of directors and shareholders.

ARTICLE VIII - AMENDMENT. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon. Any action of the stockholders may be taken without a meeting or consent in writing setting forth the action so taken, shall be signed by all persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

ARTICLE IX - PREEMPTIVE RIGHTS. Every shareholder, upon the sale for eash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of factional shares) at the price at which it is offered to others.

<u>ARTICLE X - RESTRICTION ON TRANSFER OF STOCK.</u> Shares of capital stock of this corporation shall be issued britially to the following person and in the amount set opposite his name:

Thomas E. Watts	3,333,333 shares
James R. Watts	3,333,333 shares
Kenneth R. Cook	3,333.333 shares

Share held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinbefore named, have hereunto set my hand and seal this 15th day of September 1995, for the purpose of forming this corporation to do business both within and without the State of Florida and the pursuant to the corporation laws of the State of Florida, do make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

James M Walts

STATE OF FLORIDA )

COUNTY OF OKALOOSA

HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS n hand and official seal in the State and County above stated this 15th day of September 1995.

Nglary Public

My Commission Expires:

"OFFICIAL SEAL"
John M. O'Day
Se My Commission Expires 11/12/96
Commission #CC 241625

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

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act.

That WATTS BROTHERS INVESTMENTS GROUP, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Ft. Walton Beach, Okaloosa County, Florida, has named JAMES R. WATTS, at 20 Hill Avenue, Ft. Walton Beach, Florida, as its agent to accept service of process within the State of Florida.

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

James R. Watts

SECRETARY OF SIA