

Peter Scaglione, Jr.

ATTORNEY & COUNSELOR AT LAW

10 January 1996

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

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IN RE : W.H.M. Investments Inc.
Subject : Articles of Incorporation

Dear Sir or Madam:

Please find enclosed our check for \$122.50 to pay the filing fee for a for-profit corporation in the above referenced name. Also enclosed are the Articles of Incorporation for that corporation.

Should you have any questions, please do not hesitate to call upon me, as I continue,

In His Service,


JANE COLEMAN, B.A.

Legal Assistant to Peter Scaglione Jr., Esquire

enc.

JAN 17 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

W.H.M. INVESTMENTS INC.

FILED

96 JAN 12 PM 1:32

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

ARTICLE I - NAME

The name of the Corporation shall be: ***W.H.M. INVESTMENTS INC.***

The principal place of business of this Corporation shall be: ***713 Spanish Main, Apollo Beach, FL, 33572.***

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in, or transact, any or all lawful activities or business permitted under the Laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of initial registered office of the Corporation shall be: ***713 Spanish Main, Apollo Beach, FL, 33572*** and the name of the initial Registered Agent of the Corporation at that address is: William H. Myers.

ARTICLE V - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash 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 pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII - STAT. 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Statute 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII - SUB-CHAPTER "S" PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter "S" corporation.

ARTICLE IX - DIRECTORS

This Corporation shall have 1 director initially. The names and street addresses of the initial member of the Board of Directors is:

DIRECTOR	ADDRESS
William H. Myers	713 Spanish Main, Apollo Beach, FL, 33572

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

SWORN TO AND SUBSCRIBED before me by WILLIAM H. MYERS who is
personally known/produced identification on this 10th day of January 1996.

Personally Known _____ OR Produced Identification ✓

Type of I.D. Produced FL DRIVERS LICENSE

REBECCA J. COLEMAN



REBECCA J. COLEMAN
State of Florida
My Comm. Exp. July 19, 1998
Comm. # CC 380410

Name Stamped, Comm. Date, Expiration Date

THIS INSTRUMENT PREPARED BY:

PETER SCAGLIONE JR., ESQUIRE
2127 W. M.L. King Jr., Blvd.
Tampa, FL 33607

ARTICLE X - OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

OFFICER	ADDRESS
William H. Myers, President, V.P. Treasurer, Secretary.	713 Spanish Main, Apollo Beach, FL, 33572

ARTICLE XI - SUBSCRIBER

The name and address of the subscribers to these Articles of Incorporation are:

NAME	ADDRESS	SHARES OF COMMON STOCK ISSUED
William H. Myers	713 Spanish Main, Apollo Beach, FL	100

IN WITNESS WHEREOF, the undersigned WILLIAM H. MYERS has set his Hand and seal on this 10th day of January 1996.

William H. Myers (SEAL)
WILLIAM H. MYERS - SUBSCRIBER

I AM HEREBY familiar with and accept the duties and responsibilities as Registered Agent for

William H. Myers
William H. Myers - REGISTERED AGENT