

FEB 16 1996 11:00
IONS 10P.20 AM

(((H9600002297)))

TO: DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399
409 EAST GAINES STREET
STATE OF FLORIDA
FAX: (904) 922-4000

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FROM: BARNES CORPORATE LIT COMPANY
492 FLAGLER ST
SUITE 200
MIAMI FL 33136

CONTACT: RAY STORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LEATHER & SPURS WPB, INC.
FAX AUDIT NUMBER: H96000002297
DATE REQUESTED: 02/16/1998
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:28:48
CERTIFICATE OF STATUS: 0
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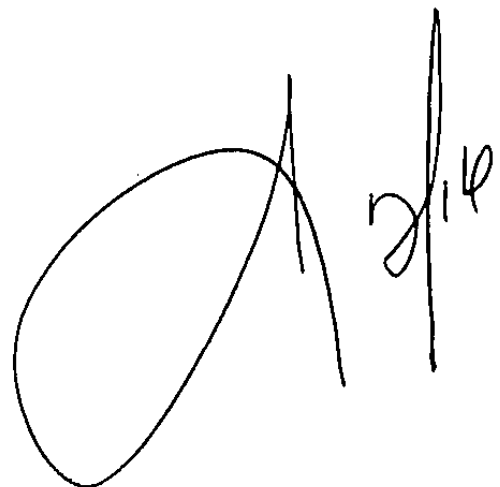
** ENTER 'M' FOR MENU. **
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96 FEB 16 AM 11:56

DIVISION OF CORPORATIONS



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB 16 PM 1:27

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**ARTICLES OF INCORPORATION
OF
LEATHER & SPURS WPB, INC.**

The undersigned subscriber(s) to these Articles of Incorporation hereby form(s) a corporation under the Florida General Corporation Act.

ARTICLE I - NAME OF THE CORPORATION

The name of the corporation shall be **LEATHER & SPURS WPB, INC.**

ARTICLE II - ADDRESS

The principal mailing office of the corporation shall be 5004 South Dixie Highway, West Palm Beach, Florida 33405.

ARTICLE III - GENERAL PURPOSE

This corporation shall be authorized to engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The corporation shall be authorized to issue 10,000 shares of common voting stock each of which shares shall have a par value of one dollar (US \$1.00).

ARTICLE V - REGISTERED AGENT

The initial registered agent of the corporation shall be John T. Paxman whose registered office is located at:

Prepared by:
John T. Paxman, Esq.
515 N. Flagler Dr. 1450
W. Palm Beach, FL 33401
(407) 835-8661
(407) 835-8662 fax
FBN 867039

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TALLAHASSEE, FLORIDA

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515 North Flagler Drive, Suite 1450
West Palm Beach, Florida 33401

ARTICLE VI - SUBSCRIBERS

The subscribers of this corporation and their addresses are as follows:

John T. Paxman
515 North Flagler Drive, Suite 1450
West Palm Beach, Florida 33401

ARTICLE VII - DIRECTORS

The initial board of directors shall consist of the following individuals:

William Kent
5004 South Dixie Highway
West Palm Beach, Florida 33405

James Rosa
5004 South Dixie Highway
West Palm Beach, Florida 33405

ARTICLE VIII - DATE OF EXISTENCE

The date when the corporate existence for this corporation shall begin shall be the date of the filing of these articles of incorporation.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, amended or repealed as provided therein.

In witness whereof, the undersigned executed these Articles of Incorporation this February 15, 1996.

BY: 
John T. Paxman
Incorporator

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §§ 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: Leather & Spurs WPB, Inc.
- 2. the name and address of the registered agent and office is:

John T. Paxman, Esq. —
515 North Flagler Drive, Suite 1450
West Palm Beach, Florida 33401

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 the obligations of my position as registered agent.

This February 15, 1996.



Signature of Registered Agent

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TALLAHASSEE, FLORIDA

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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Requestor's Name

PAXMAN & ASSOCIATES, P.A.
ATTORNEYS AT LAW

515 NORTH FLAGLER DRIVE - SUITE 1450
WEST PALM BEACH, FLORIDA 33401

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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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

4-11-96

Examiner's Initials	LFT
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OFFICER/DIRECTOR RESIGNATION

April 2, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

re: Leather & Spurs WPB, Inc.
Document # P96000014813
Resignation of William Kent as Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Please accept this letter as a resignation of William Kent from my directorship in the above corporation. My inclusion as a director was in error in the first place.

Respectfully yours,

William Kent

William Kent

enclosure (\$35.00)