

P96009018415

**JAMES P. HAYES**  
Attorney and Counselor At Law

1100 Cleveland Street  
Suite 030  
Clearwater, Florida 34615

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
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(Corporation Name) (Document #)

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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

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96 FEB 26 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SAB  
2/26/96

**CERTIFICATE OF INCORPORATION  
OF  
WATUMWE, INC.**

**FILED**

96 FEB 26 PM 2:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**1. Name.**

The name of the Corporation is **WATUMWE, INC.**

**2. Principal Office and Registered Agent.**

Its registered office in the State of Florida is 245 4th Street North, in the City of Safety Harbor, County of Pinellas. The name of its registered agent at such address is Dorthen Hutchinson.

**3. Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

**4. Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is 10,000, all of which are to be common stock with no par value.

**5. Incorporator, and Initial Officers and Directors.**

The name and mailing address of the incorporators and initial Officers and Directors are: Karen E. Lowman and Dorthen Hutchinson 245 4th Street North, Safety Harbor, Florida 34695. The initial officers and Directors shall hold office for the first year of the corporations existence or until their successor is elected.

**6. Existence.**

The Corporation is to have perpetual existence.

**7. Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

**8. Management.**

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.


(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

**WE, THE UNDERSIGNED**, the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hand this 23 day of February, 1996.

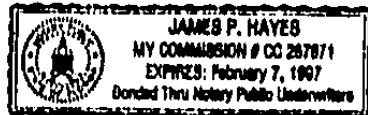
  
Dorthea Hutchinson

  
Karen E. Lowman

State of Florida       )  
                                  ) ss  
County of Pinellas    )

**BE IT REMEMBERED** that on this 23rd day of February, 1996 personally came before me, a Notary Public for the State of Florida, Karen E. Lowman and Dorthen Hutchinson, to me personally known to be the same persons who executed the foregoing Certificate, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief. The following form of Indentification was presented to me Florida Drivers License

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal the day and year above written.



J. P. Hayes  
Notary Public

**Certificate Designating Registeres Agent and Office**

Persuant to Florida Law, Watuniwe Inc. hereby designates Dorthen Hutchinson as the Registered Agent of this corporation and the Registered Office of the Registered Agent is 245 4th Street North, Safty Harbor, Florida 34695.

Karen E. Lowman  
Karen E. Lowman, Incorporator

Dorthen Hutchinson  
Dorthen Hutchinson, Incorporator

I, Dorthen Hutchinson, having been named to accept service of process for the above named corporation, at the place designated above in this certificate, and I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of section 607.325 Florida Statutes.

Dorthen Hutchinson  
Dorthen Hutchinson

Dated: February 23, 1996.

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96 FEB 26 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96008018415



Dorthea Hutchinson  
245 4th St. N  
Safety Harbor, FL 34098-3032

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_  
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95 AUG 26 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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96 JUL 25 AM 11:17  
DIVISION OF CORPORATIONS

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

August 2, 1996

Dorthea Hutchinson  
245 4th St., North  
Safety Harbor, FL 34695-3032

**SUBJECT: WATUMWE, INC.**  
**Ref. Number: P96000018415**

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

If shareholder approval was not required, a statement to that effect must be contained in the document.

The new corporate name must include a corporate suffix.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 796A00037003



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 14, 1996

Dorthea Hutchinson  
245 4th St., North  
Safety Harbor, FL 34695-3032

SUBJECT: WATUMWE, INC.  
Ref. Number: P96000018415

We have received your document for WATUMWE, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please list the new name of the corporation on the amendment. The new name must include a corporate suffix.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 896A00038620

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WATUMWE, INC

FILED  
55 AUG 26 PM 12:25  
TAMPA, FLORIDA

Article 1 of the articles of incorporation of WATUMWE, INC was amended by the corporation's board of directors on July 22, 1996. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0602.

1. The name of the corporation is WATUMWE, INC
2. Article II of the Articles of Incorporation of WATUMWE, INC was amended as follows:  
The principle place of business and mailing address of this corporation shall be:  
Karen E. Lowman  
1112 E Paterson St  
Tampa, FL 33604
3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on July 22, 1996.
4. Shareholder approval was not required.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on July 22, 1996.

  
Dortha M. Hutchinson, Director



PA6000018415

Dorthea Hutchinson  
245 4th St., North  
Safety Harbor, FL 34695-3032

City/State/Zip

Phone #

80000184279  
-08/28/96--01045--016  
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96 AUG 26 PM 12:29  
TALLAHASSEE, FLORIDA  
34 8/27

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96 AUG 26 AM 8:50  
DIVISION OF CORPORATIONS

On this date - July 22, 1996, I Dorthea Hutchinson resign as the registered agent for  
WATUMWP, INC. Thank you....

Dorthea Hutchinson  
245 4th St N  
Safety Harbor, FL 34695

*Dorthea Hutchinson*

95 AUG 26 PM 12: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



**P96000018415**

October 1996  
WATUMWE, INC.  
1112 E. PATERSON ST.  
TAMPA, FL 33604

SUBJECT: WATUMWE, INC.  
Ref. Number: P96000018415

Our records indicate the registered agent for the above named corporation resigned on August 26, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain  
Corporate Specialist



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

December 4, 1996

**WATUMWE, INC.**  
**1112 E. PATERSON STREET**  
**TAMPA, FL 33604**

**SUBJECT: WATUMWE, INC.**

Document #: P96000018415

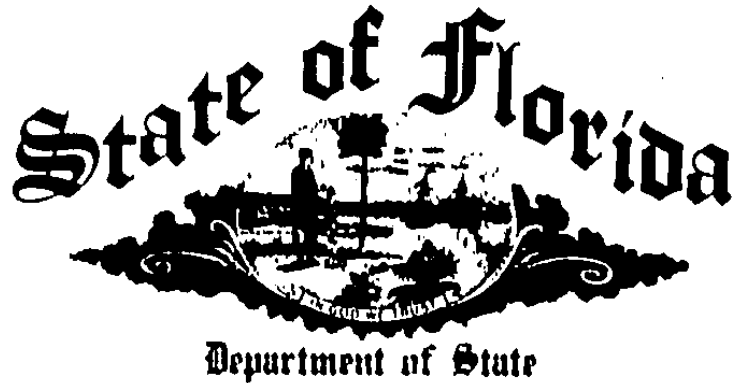
Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain  
Corporate Specialist  
Amendment Section  
Division of Corporations

Letter Number: 196A00054431



#### CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for WATUMWE, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of December 4, 1996 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P96000018415.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Fourth day of December, 1996



CR2EO22 (2-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam  
Secretary of State