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P96000039229



ACCOUNT NO. : 072100000032

REFERENCE : 941030 6469B

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 122.50

OFFICER'S SIGNATURE
D-1-96

ORDER DATE : May 3, 1996

ORDER TIME : 10:15 AM

ORDER NO. : 941038

000001807620

CUSTOMER NO: 6469B

CUSTOMER: Stephen R. Looney, Esq
MAGUIRE VOORHIS & WELLS, P. A.

P. O. Box 633

Orlando, FL 32802

DOMESTIC FILING

NAME: WMD HOLDING COMPANY

EFFECTIVE DATE: 5-1-96

FILED
96 MAY -3 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

5/7/96
ID

**ARTICLES OF INCORPORATION
OF
WMD HOLDING COMPANY**

5-19-98

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be WMD HOLDING COMPANY.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 4013 North Highway 7, Hot Springs, Arkansas 71909.

FILED
95 MAY -3 PM 2:28
TALLAHASSEE, FLORIDA

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 1201 Hays Street, Tallahassee, Florida 32301. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is CORPORATION SERVICE COMPANY. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Jack Moore	4013 North Highway 7 Hot Springs, Arkansas 71909

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be three (3).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Jeffrey Walker	1979 Woodchase Cove Cordova, Tennessee 38018
Jack Moore	4013 North Highway 7 Hot Springs, Arkansas 71909
Bradley Daniel	2810 Summer Oaks Drive, #9 Bowlett, Tennessee 38134

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 1st day of May, 1996.


Jack Moore (SEAL)
Jack Moore

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, the undersigned hereby accepts such designation and agrees to act in such capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties as registered agent. The undersigned is familiar with, and accepts the duties and obligations of, Section 607.0505 of the Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby

Title: Gail Shelby, As Agent

Date: 5-3-96