

P96000041083

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0870

Mailing Address: Post Office Box 10149, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: WIFE

96 MAY 14 AM 11:41

U.S. DEPT. OF STATE
TALLAHASSEE, FLORIDA 32302

____ Capital Express™
____ Art. of Inc. Filing
____ Corp. Record Search
____ Ltd. Partnership Filing
____ Foreign Corp. Filing
____ () Cert. Copy(s) _____

____ Art. of Amend. Filing
____ Dissolution/Withdrawal
____ C U S -
____ Fictitious Name Filing

____ Name Reservation
____ Annual Report/Reinstatement
____ Reg. Agent Service
____ Document Filing

____ Corporate Kit
____ Vehicle Search
____ Driving Record
____ Document Retrieval

____ UCC 1 or 3 Filing
____ UCC 11 Search
____ UCC 11 Retrieval
____ Filing No.'s _____ Copies

____ Courier Service
____ Shipping/Handling
____ Phone () _____
____ Top Priority
____ Express Mail Prep.
____ FAX () _____ pgs.

SUBTOTALS _____

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 5/14 12:00
Will Pick Up

ARTICLES OF INCORPORATION
OF
WPF, INC.

FILED
95 MAY 14 AM 11:41
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND ADDRESS

The name of this corporation is:

WPF, Inc.

The principal and mailing address of the corporation is:

607 Highway 98 East
Destin, Florida 32541

FILED DATE
5-13-96

ARTICLE II
PURPOSE

The purpose is to engage in any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
STOCK

The number of shares of common stock which the corporation shall have the authority to have outstanding at any one time shall be Five Hundred (500) shares. The shares shall have a par value of \$1.00 per share.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is as follows:

Dana C. Matthews, Esq.
607 Highway 98 East
Destin, Florida 32541

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

ARTICLE VI
INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Dann C. Matthews

607 Highway 98 East
Destin, Florida 32541

ARTICLE VII
EFFECTIVE DATE

These Articles of Incorporation for WPF, Inc., shall be effective the 13th day of May, 1996.

ARTICLE VIII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
INFORMAL ACTION OF DIRECTORS

If all the directors collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

ARTICLE XI
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in the

Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

FILED

96 MAY 14 AM 11:41

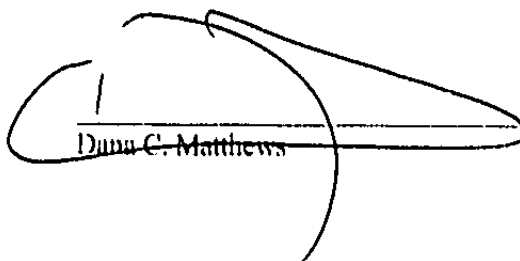
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE XII
BYLAWS

The corporation shall be governed by bylaws adopted by the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Incorporation under the laws of the State of Florida, this 13th day of May, 1996.





Dana C. Matthews

STATE OF FLORIDA
COUNTY OF OKALOOSA

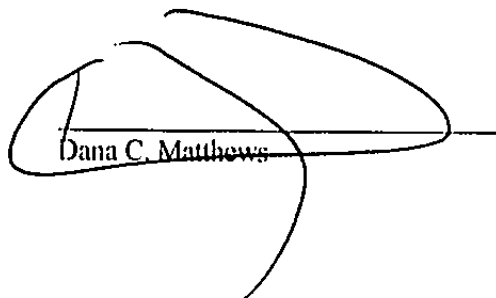
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared Dana C. Matthews, personally known to me to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION and he acknowledged before me that he executed same.

WITNESS my hand and official seal in the county and state last aforesaid this 13th day of May, 1996.


NOTARY PUBLIC
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the designation and appointment as initial registered agent for this corporation.


Dana C. Matthews