

P96000061717

GLENN ANDERSON

COUNSELOR AT LAW
FIRST STREET PLAZA
1126 FIRST STREET, SOUTH
WINTER HAVEN, FLORIDA 33880
(813) 299-7348

FILED

96 JUL 23 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Attention: DOMESTIC CORPORATION SECTION

Re: ~~RED, INC.~~

WILLY NILLY, Inc.

Dear Sir:

100001873151
-16/27/96--01059--004
***122.50 ***122.50

Enclosed you will find an original and a copy of the Articles of Incorporation of the caption entity. Please certify the copy and return it to this office.

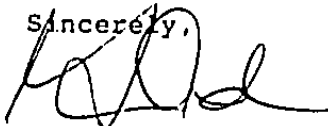
Also enclosed you will find my check in the amount of \$122.50 to cover the following items of costs concerning this transaction:

Filing Fees:	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Certificate of Registered Agent	35.00
	<u>\$122.50</u>

Please note that we have designated the Registered Agent in the Articles of Incorporation.

Thank you for your continued courtesy and cooperation in this matter.

Sincerely,



GLENN ANDERSON
Counselor at Law

GA:maj
encl.

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to 96
P/H
7/1/96
P/H
7/1/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1996

GLENN ANDERSON, ESQ.
1128 FIRST ST, SOUTH
WINTER HAVEN, FL 33880

SUBJECT: RED, INC.
Ref. Number: W96000013812

WILLY DILLY, Inc.
We have received your document for ~~RED, INC.~~ and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

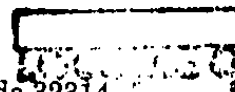
If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00032324



GLENN ANDERSON

COUNSELOR AT LAW
FIRST STREET PLAZA
1128 FIRST STREET, SOUTH
WINTER HAVEN, FLORIDA 33880
(941) 290-7348

July 18, 1996


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

RE: Willy Nilly, Inc.

Dear Sir:

Enclosed please find a copy of your letter dated July 1, 1996 along with the new Articles of Incorporation for your review and filing. Thank you for your immediate assistance with this matter.

Sincerely,



GLENN ANDERSON
Counselor at Law

GA:maj
encl.

ARTICLES OF INCORPORATION

OF

WILLY NILLY, INC.

FILED

96 JUL 23 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Willy Nilly, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually. Corporate existence shall commence with the filing of these articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is 33 State Road 60, West, Lake Wales, FL 33853 and the initial registered agent of this corporation at that address is Leslie Tharpe MacInnis.

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office is 33 State Rd. 60, West, Lake Wales, FL 33853 and the mailing address of the principal office is P.O. Box 171, Babson Park, FL 33853

ARTICLE VII - INITIAL BOARD OF DIRECTOR

This corporation shall have one directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial directors of this corporation are:
Leslie Tharpe MacInnis - 2250 US Alt. 27, S., Babson Park, FL 33853

ARTICLE VIII - INCORPORATORS

The names of the persons signing these articles are as follows and the addresses of such persons are as stated in Article VI above:

Leslie Tharpe Macinnis - 2250 US Alt. 27, S., Babson Park, 33853

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation on July 11, 1996.


LESLIE THARPE MACINNIS

The undersigned hereby accepts the duty of registered agent for the above named corporation and is familiar with and accepts the duties and responsibilities as such registered agent for said corporation.


LESLIE THARPE MACINNIS

STATE OF FLORIDA
COUNTY OF POLK

Before me, personally appeared Leslie Tharpo MacInnis
to me well known and known to me to be the persons
described in and who executed the foregoing instrument, and
acknowledged to and before me that they executed said
instrument for the purposes therein expressed.

WITNESS my hand and official seal this 11th day of
July, 1996.

(Seal)

Marie A. Jones
NOTARY PUBLIC

My commission expires:

MARIE A. JONES
Notary Public, State of Florida
My comm. expires Dec. 11, 1999
Comm. No. CC 515179