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SECRET
TALLAHASSEE, FLORIDA

May 2, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800001307888
-07/30/96--01036--018
*****70.00 *****70.00

Re: W.O.D., INC.

EFFECTIVE DATE
7-24-96

W96-16106

502

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 for the filing fee.

Please stamp as filed the enclosed copy of the Articles and return them to me.

Sincerely,

LOUIS MINE

Enclosures

1116 Stoneway Lane
West palm Beach, Fl.

33415

8-15-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1996

LOUIS MINE
1116 STONEWAY LANE
WEST PALM BEACH, FL 33415

SUBJECT: W.O.D., INC.
Ref. Number: W96000016106

W. O. D. II INC.

We have received your document for W.O.D., INC. and your check(s) totaling \$70.00. 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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 996A00036897

ARTICLES OF INCORPORATION
OF
W.O.D. II, INC.

FILED
96 JUL 30 PM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is W.O.D. II, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office: Mailing Address

The mailing address of this corporation is 1116 Stoneway Lane, West Palm Beach, FL 33415.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1116 Stoneway Lane, West Palm Beach, FL 33417, and the name of the initial registered agent of this corporation at that address is LOUIS MINE.

Article VIII - Initial Board of Directors

This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

Louis Mine
1116 Stoneway Lane
West Palm Beach, Florida 33417

Leonard D. Greene
4600 Holt Road
West Palm Beach, Florida 33415

Terry W. Cook
2158 E. Palma Circle
West Palm Beach, Florida 33415

Lynne A. Engel
1310 10th Street
Lake Park, Florida 33403

Teresa A. Crum
12287 87th Street N.
West Palm Beach, Florida 33412

Article IX - Incorporator

The name and address of the person signing these Articles is:

Louis Mine
1116 Stoneway Lane
West Palm Beach, Florida 33417

Article X - Indemnification

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

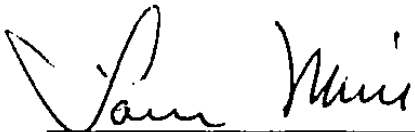
Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of August, 1996.



Louis Mine

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this ____ day of July, 1996.

Louis Mine
Louis Mine

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24 day of July,
1996 by Louis Mine, who is personally known to me or who has produced
Pl. Lic. M 500 as identification.
535-37-349-0

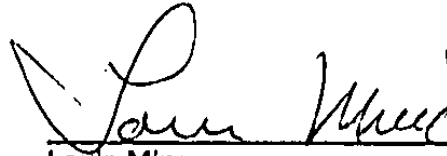
Loretta Yodice
Notary Public

Notary Public Printed
My Commission Number:
My Commission Expires:



Acceptance of Designation

The undersigned, Louis Mino, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.


Louis Mino

FILED
96 JUL 30 71 9 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA