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November 4, 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV -7 AM 10:46

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

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-11/08/96--01012--018  
\*\*\*\*122.50 \*\*\*\*122.50


Re: Incorporation of WIN-SHAR, INC.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the executed Articles of Incorporation of the above-referenced corporation and the Resident Agent Designation and Acceptance. Also enclosed is our check in the amount of \$122.50 representing the filing fee of \$35.00 for the Articles of Incorporation, filing fee of \$35.00 for the Designation and Acceptance of the Resident Agent and \$52.50 for a certified copy.

Please file the enclosed and return the certified copy at your earliest convenience. Thank you for your assistance with this matter. If you should require anything further, or have any questions, please do not hesitate to contact me at your convenience.

Very truly yours,

  
Larry F. Witte

LFW/pr  
Enclosures  
cc: Ms. Sharon K. Snyder

D. BROWN NOV 13 1996

**ARTICLES OF INCORPORATION  
OF**

**WIN-SHAR, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation shall be: WIN-SHAR, INC.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 2745 West Hillsboro Boulevard, Deerfield Beach, Florida 33442.

**ARTICLE III**

**NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida or any other state, country, territory or nation.

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ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 100 shares common stock having \$1.00 par value.

Article V

PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VI

REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

LARRY F. WITTE  
201 S.E. 24th Avenue  
Pompano Beach, FL 33062

ARTICLE VII

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VIII

BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any

limitation set forth in these Articles of Incorporation. This Corporation shall have one (1) Director initially.

#### ARTICLE IX

##### INITIAL DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

Sharon K. Snyder  
2896 Via Napoli  
Deerfield Beach, FL 33442

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE X

##### INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is SHARON K. SNYDER.

#### ARTICLE XI

##### INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

  
\_\_\_\_\_  
SHARON K. SNYDER, Incorporator

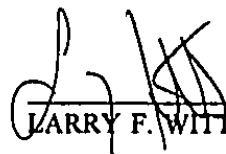
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DIVISION OF CORPORATE AFFAIRS  
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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

WIN-SHAR, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 2745 West Hillsboro Boulevard, Deerfield Beach, Florida 33442, has named LARRY F. WITTE whose address is 201 S.E. 24th Avenue, Pompano Beach, Florida 33062, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the obligations, duties and responsibilities as Registered Agent for said Corporation.

  
LARRY F. WITTE