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GREGORY S. FLANAGAN, P.A.

ATTORNEY AT LAW

230 NORTHEAST 25TH AVENUE

SUITE 200

Ocala, Florida 34470-0032

TELEPHONE (352) 732-2773

October 18, 1996

FILED
35 DEC 13 PM 3:13
TALLAHASSEE, FLORIDA
TELEFAX (904) 022-5488

Florida Department of State
Division of Corporations
Post office Box 6327
Tallahassee, Florida 32301

Re: Winbro Corporation, Ltd.

200001978412--1

-10/17/96--01032--003

****122.50 ****122.50

Dear Sir:

Enclosed please find original and two (2) copies of the Articles of Incorporation of Winbro Corporation, Ltd. together with my check number 1513 in the amount of \$122.50 which represents the filing fee for the above-captioned corporation. Please send the two (2) copies of the Articles of Incorporation back to my office.

Should you have any questions regarding the enclosed, please do not hesitate to contact me. Thank you.

Sincerely,

GREGORY S. FLANAGAN, P.A.

Gregory S. Flanagan

GSF:whb

Enclosures: As Stated Above

(c:ltr-articles)

F. CHESSEB

DEC 18 1996

F. CHESSEB

DEC 17 1996

OCT 21 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 18, 1996

GREGORY S FLANAGAN ESQUIRE
230 NE 25 AVE STE 200
OCALA, FL 34470-6632

SUBJECT: WINBRO CORPORATION LTD.
Ref. Number: W96000022179

FILED
95 DEC 13 PM 3:13
TALLAHASSEE, FLORIDA

We have received your document for WINBRO CORPORATION LTD. 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 use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 696A00048108

FILED
95 DEC 13 PM 3:13
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WINBRO CORPORATION**

The undersigned, for the purposes of forming a corporation for profit under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be **WINBRO CORPORATION**.

ARTICLE II

COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence shall be effective with the filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The general purpose for which the corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida, as well as to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares of capital stock which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class, common stock, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V
PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the initial principal office of the corporation is: c/o 230 Northeast 25th Avenue, Suite 200, Ocala, Florida 34470. The mailing address of the corporation shall be the same.

ARTICLE VI
REGISTERED AGENT/REGISTERED OFFICE

The name of the corporation's initial Registered Agent is **GREGORY S. FLANAGAN**, whose registered office address is: 230 Northeast 25th Avenue, Suite 200, Ocala, Florida 34470.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased (or diminished if hereafter increased) from time to time in accordance with the corporate By-Laws. The name and address of the initial director is:

ERIC WINSON
c/o 230 Northeast 25th Avenue, Suite 200
Ocala, Florida 34470

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator is:

ERIC WINSON
c/o 230 Northeast 25th Avenue, Suite 200
Ocala, Florida 34470

ARTICLE IX

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE X
PRE-EMPTIVE RIGHTS

The shareholders may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner, proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 16th day of October, 1996.


ERIC WINSON, Incorporator

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, on this 16th day of October, 1998, personally appeared **ERIC WINSON** to me known to be the person described in and who signed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal the day and year first above written.

NOTARY PUBLIC

Sign: Wanda H. Bradley
Print: Wanda H. Bradley
State of Florida at Large (Seal)
My Commission Expires:

Personally known _____ or produced identification ✓
Type of identification produced Texas DL # D6356548



WANDA H. BRADLEY
MY COMMISSION # CC420905 EXPIRES
November 15, 1998
BONDED THRU TROY FAIR INSURANCE, INC

ACCEPTANCE OF REGISTERED AGENT

I, **GREGORY S. FLANAGAN**, accept the office of Registered Agent of **WINBRO CORPORATION**. I am located at 230 Northeast 25th Avenue, Suite 200, Ocala, Florida 34470, the registered office of this corporation.


GREGORY S. FLANAGAN, Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me, the undersigned authority, by **GREGORY S. FLANAGAN** on the 21 day of October, 1998.

FILED
96 OCT 13 PM 3:13
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

NOTARY PUBLIC



WANDA H. BRADLEY
MY COMMISSION # CC420808 EXPIRES
November 15, 1998
BONDED THRU TROY FARM INSURANCE, INC.

Sign: Wanda H. Bradley
Print: Wanda H. Bradley
State of Florida at Large (Seal)
My Commission Expires:

Personally known X or produced Identification _____
Type of Identification produced _____



WANDA H. BRADLEY
MY COMMISSION # CC420808 EXPIRES
November 15, 1998
BONDED THRU TROY FARM INSURANCE, INC.

(c:art-vacation)