

P96 000 102585

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, 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: W. G. Holdings, Inc.

Capital Express™  
✓ Art. of Inc. File  
Corp. Record Search  
Ltd. Partnership File  
✓ Foreign Corp. File  
( ) Cert. Copy(s)  
Art. of Amend. File  
Dissolution/Withdrawal  
C U S-  
Fictitious Name File  
Name Reservation  
Annual Report/Reinstatement  
Reg. Agent Service  
Document Filing  
Corporate Kit  
Vehicle Search  
Driving Record  
Document Retrieval  
UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
File No.'s, Copies  
Courier Service  
Shipping/Handling  
Phone ( )  
Top Priority  
Express Mail Prep.  
FAX ( ) pgs.

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TALLAHASSEE, FLORIDA

SUBTOTALS

FEE.....  
DISBURSED.....  
SURCHARGE.....  
TAX on corporate supplies.....  
SUBTOTAL.....  
PREPAID.....  
BALANCE DUE.....

96 DEC 20 AM 10:41  
RECEIVED  
DIVISION OF CORPORATIONS

F. O. ESSER DEC 20 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	12/20/96		
TIME	10:00		CK No.
BY	CD		

WALK-IN  
Will Pick Up \_\_\_\_\_

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

**ARTICLES OF INCORPORATION**  
**OF**  
**W.G. HOLDINGS, INC.**

**ARTICLE I - Name and Principal Office**

The name of this corporation is **W.G. HOLDINGS, INC.** The principal office of this corporation is: **2720 CORAL WAY, MIAMI, FLORIDA 33145**

**ARTICLE II - Duration**

This corporation shall have perpetual existence.

**ARTICLE III - Purpose**

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1993), as presently enacted and as it may be amended from time to time.

**ARTICLE IV - Capital Stock**

This corporation shall be authorized to issue One Million Five Hundred Thousand (1,500,000) shares of common stock at \$.001 par value per share.

The holders of common stock shall be entitled to one (1) vote for each share held at all meetings of the Stockholders of this corporation, and such shares shall be fully paid and non-assessable.

**ARTICLE V - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: **911 CHESTNUT STREET, CLEARWATER, FL 34616**, and the name of the initial registered agent of this corporation at that address is: **CHARLES M. TATELBAUM**.

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TALLAHASSEE, FLORIDA

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name

Address

Jose Alberni

2720 Coral Way  
Miami, FL 33145

ARTICLE VII - Incorporator

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

Name

Address

Charles M. Tatelbaum

911 Chestnut Street  
Clearwater, FL 34616.

ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of December, 1996.



Charles M. Tatelbaum

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA

Pursuant to Section 48.091, Florida Statutes, **W.G. HOLDINGS, INC.**, desiring to organize under the laws of the State of Florida, hereby designates **CHARLES M. TATELBAUM**, located at **911 CHESTNUT STREET, CLEARWATER, FL 34616**, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.



Charles M. Tatelbaum

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