

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. _____

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

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

FROM 898R DEC 20 1996

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

WALK-IN
Will Pick Up _____

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**

FILED
96 DEC 20 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.**

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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96 DEC 20 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA