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November 11, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-11/21/96--01038--014
****122.50 ****122.50

Re: WAK INC.

Dear Sirs:

Enclosed herewith please find a check in the amount of \$122.50,
representing fees for filing for the above proposed corporation.

Please send the completed documents of incorporation to:

Anne M. Brennan, Registered Agent
WAK Inc.
107 Pine Street
Homosassa, Florida 34446

Sincerely,


Anne M. Brennan

FILED
91 JAN -8 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 4 1996 BSB
W96-25343



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1996

ANNE M. BRENNAN
107 PINE STREET
HOMOSASSA, FL 34446

SUBJECT: WAK INC.
Ref. Number: W96000025343

We have received your document for WAK INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 696A00054359

FILED

97 JAN -8 PM 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AWK INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is AWK INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America. This shall include, but not be limited to: management consulting.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of no par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name of the initial officer and director of this corporation is:

Anne M. Brennan, 107 Pine Street, Homosassa, FL 34446

ARTICLE VI - BY-LAWS

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

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of this corporation is Anne M. Brennan, 107 Pine Street, Homosassa, FL 34446.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be:

107 Pine Street, Homosassa, FL 34446

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE X - AMENDMENT

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

ARTICLE XI - SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII - INCORPORATOR

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

Anne M. Brennan, 107 Pine Street, Homosassa, FL 34446

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2 day of January, 1997. AMB

Anne M. Brennan

STATE OF FLORIDA)
)
COUNTY OF CITRUS)

BEFORE ME, a Notary Public authorized to take acknowledgements, in the State and County aforesaid, personally appeared Anne M. Brennan, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes there expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 2 day of January, 1997. AMB

Deirdre Barnett
Notary Public, State of
Florida at Large

My Commission Expires:



Deirdre Barnett
My Commission CC581875
Expires Sep. 02, 2000

FILED

97 JAN -8 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating office/registered agent, in the State of Florida.

1. The name of the Corporation is: AWK INC.
2. The name and address of the registered agent and office is: Anne M. Brennan, 107 Pine Street, Homosassa, FL 34446

SIGNATURE

Anne M. Brennan
(Corporate Officer)

TITLE:

Director

DATE:

January 2, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Anne M. Brennan
(Registered Agent)

DATE

January 2, 1997