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LAW OFFICES OF
MAURICE GRAHAM, P.A.

A PROFESSIONAL ASSOCIATION
331 E. PROSPECT ROAD
OAKLAND PARK, FLORIDA 33334

MAURICE GRAHAM

TELEPHONE
(954) 491-3737
FAX (954) 491-2545

December 31, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: ARTICLES OF INCORPORATION (FILINGS)
HAROLD WOOD & CO., INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation and a check which covers both the State filing fee and the fee for a return certificate.

Please send the appropriate materials and confirmation to the undersigned attorney's address at 331 East Prospect Road, Oakland Park, FL 33334.

If you have any questions, please do not hesitate to contact me directly. Thank you for your cooperation in this matter.

Sincerely,

Maurice Graham

Maurice Graham

MG:dlk

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*Send without review
Fax 954-788-9803
& Hold doc.*

*Conflict
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*855, 502, 671
W97-607*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 9, 1997

MAURICE GRAHAM, ESQUIRE
331 E PROSPECT ROAD
ORLANDO, FL 33334

SUBJECT: HAROLD WOOD & CO., INC.
Ref. Number: W9700000607

We have received your document for HAROLD WOOD & CO., INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 397A00001270

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAROLD WOOD & CO., INC.

The undersigned, acting as subscriber of a corporation under the Florida Corporation Law adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is HAROLD WOOD & CO., INC.

ARTICLE II

The principal place of business of the corporation shall be situated at 2734 S.E. 14th Street, Pompano Beach, Florida 33062.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The period of its duration is perpetual, unless sooner dissolved according to law.

ARTICLE V

The aggregate number of shares that the corporation shall have the authority to issue is: Two Thousand (2,000.00) shares of capital stock, all of one class, with no par value.

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE VII

The street address of the initial registered office of this corporation is 331 East Prospect Road, Oakland Park, Florida 33334, and the initial registered agent of this corporation at that address is: Maurice Graham.

ARTICLE IX

The name and address of the subscriber of this corporation is:
Maurice Graham, 331 East Prospect Road, Oakland Park, Florida
33334.

Maurice Graham P.A.
331 East Prospect Rd.
Oakland Park, FL 33334
(954) 491-3737

BY: Maurice Graham
Maurice Graham, Esq.

Florida Bar No. 180781

STATE OF FLORIDA

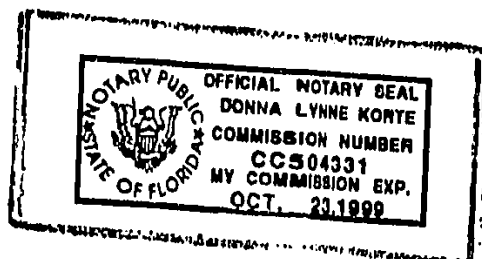
COUNTY OF BROWARD

Before me the undersigned authority, personally appeared
MAURICE GRAHAM who is to me well known to be the person
described in and who subscribed the above Articles of
Incorporation, and he did freely and voluntarily acknowledge
before me according to law that he made and subscribed the same
for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal this 31st day of December, 1996.

Donna L. Korte
Notary Public

My commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS CAN BE SERVED

In pursuance of Chapter 48.091 Florida Statutes the following
is submitted in compliance with said Act.

FIRST that HAROLD WOOD & CO., INC., desiring to organize under
the laws of the State of Florida with its principal offices as
indicated in the Articles of incorporation in the State of Florida,
County of Broward, has named MAURICE GRAHAM at 331 East Prospect
Road, Oakland Park, Florida 33334, as its agent to accept service
of process within this state.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above
stated corporation, at place to act in this capacity and agree to
comply with the provisions of the said Act relative to keeping open
said office.


MAURICE GRAHAM