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January 6, 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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Re: Wel-Con Corporation

Gentlemen:

Enclosed are the original Articles of Incorporation of Wel-Con Corporation. I have enclosed the requisite fee of \$70.00 for filing the articles and \$52.50 to obtain a certified copy of the articles. I have also enclosed a self-addressed stamped envelope for your convenience.

Should you require anything further, please do not hesitate to contact me.

Very truly yours,



REGGIE DAVID SANGER, ESQUIRE
RDS/tm
enc: as noted

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TALLAHASSEE, FLORIDA

F. CHAMBERLAIN JAN 16 1997

ARTICLES OF INCORPORATION
OF
WEL-CON CORPORATION

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation is WEL-CON CORPORATION.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

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To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United State or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its Articles of Incorporation, or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees or its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00.

ARTICLE V

The street address of the initial registered office and the

name of the initial Registered Agent of this corporation shall be:
440 SE 5th Terrace, Pompano Beach, Florida 33060.

ARTICLE VI

The initial Board of Directors shall consists of a total of 2 persons and the names and addresses of the persons who are to serve as initial directors are:

<u>Name:</u>	<u>Address:</u>
Per Saverstrom	440 SE 5th Terrace Pompano Beach, Fl 33060
Joan Saverstrom	440 SE 5th Terrace Pompano Beach, Fl 33060

The members of the initial Board of Directors shall hold office until the first annual meeting of the stockholders of the corporation.

The number of directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the corporation shall have no less than one (1) director at any time.

ARTICLE VII

The address of the principal office of this corporation is:
440 SE 5th Terrace, Pompano Beach, Florida 33060.

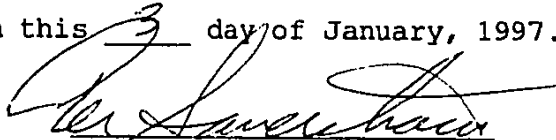
ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is Per Saverstrom, 440 SE 5th Terrace, Popano Beach, Fl 33060.

ARTICLE IX

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

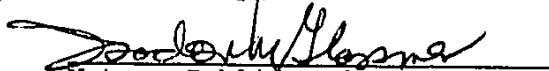
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3 day of January, 1997.


Per Saverstrom

STATE OF FLORIDA
COUNTY OF BROWARD

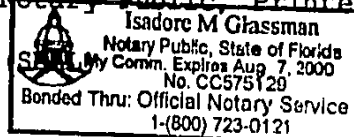
BE IT REMEMBERED that on this day, before me, a Notary Public, duly authorized in the state and county named above, to take acknowledgments, personally appeared Per Saverstrom, to me known to be the person described as Incorporator of the foregoing Articles of Incorporation, or who produced D/L 5162-678-34-470-D as identification, and he acknowledged before me that he executed the Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida, on this 3 day of January, 1997.


Notary Public, Signature

ISADORE M. GLASSMAN
Notary Public, Printed Name

My Commission Expires:



CERTIFICATE OF DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates Per Saverstrom, as its Registered Agent to accept service of process within this state.

WEL-CON CORPORATION,

By: 

Per Saverstrom

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida and agrees to comply with the provisions of law applicable to said designation.


Per Saverstrom

440 SE 5th Terrace

Pompano Beach, FL 33060

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