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Law Offices of  
**ROBERT N. HEATH, P.A.**  
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February 24, 1997

RECEIVED  
2-24-97

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-02/27/97--01033--012  
\*\*\*122.50 \*\*\*122.50

**Re: Articles of Incorporation for Wheelin Feelin, Inc.**

Dear Sir:

Enclosed please find an original and one (1) copy of Articles of Incorporation for Wheelin Feelin, Inc. for filing with your office. Also enclosed is our firm's check in the amount of \$122.50, representing filing fee and one (1) certified copy of the Articles of Incorporation. Please forward the certified copy of the Articles of Incorporation to the undersigned.

Your cooperation and assistance in this matter is appreciated. Should you have any questions, please advise.

Sincerely,

  
ROBERT N. HEATH, JR.

RNH:kde  
Enclosures  
D:\ARON\CORP\WHEELIN\SEC-STAT.1

FILED  
97 FEB 27 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/5/97

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# **ARTICLES OF INCORPORATION**

**OF**

**WHEELIN FEELIN, INC.**

2/24/97

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

## **ARTICLE I - NAME & ADDRESS**

The name of this corporation is **WHEELIN FEELIN, INC.** and the address of the corporation is 4400 Bayou Boulevard, Suite 13, Pensacola, Florida 32503.

## **ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

## **ARTICLE III - PURPOSE**

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

## **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, all of one class and series.

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TALLAHASSEE, FLORIDA

**ARTICLE V - AMENDMENT OF ARTICLES**

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.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 118 West Cervantes Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Robert N. Heath, Jr.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The directors of the corporation shall be elected or appointed as set forth in the Bylaws of the corporation. The number of directors constituting the initial board of directors is two (2) whose names and addresses are Jacklyn McMahon, of 4400 Bayou Boulevard Suite 13, Pensacola, Florida and Donald McMahon of 4400 Bayou Boulevard Suite 13, Pensacola, Florida.

**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is Robert N. Heath, Jr., 118 West Cervantes Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this the 24th day of February, 1997.



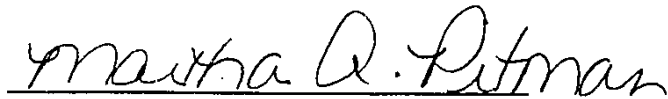
**ROBERT N. HEATH, JR.**

**STATE OF FLORIDA**

**COUNTY OF ESCAMBIA**

Before me the undersigned authority in and for the said State and County personally appeared Robert N. Heath, Jr. to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal in the State and County aforesaid this the 24th day of February, 1997.



Notary Public

My Commission Expires:

OFFICIAL SEAL  
Martha A. Pitman  
Notary Public, State of Florida  
My Comm. Expires Jan. 18, 2001  
No. CC597629

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Robert N. Heath, Jr., hereby accept the appointment as registered agent for  
**WHEELIN FEELIN, INC.**, as set forth in its Articles of Incorporation filed simultaneously  
herewith.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my seal this the  
24th day of February, 1997.



**Robert N. Heath, Jr.**

DAKARON\CORP\WHEELIN\ARTICLES.COR

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SECRETARY OF STATE  
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