

P970000 20963

**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: Wesley Enterprises  
of Sebring, Inc.

	C.C. FEE.	DISBURSED
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.....

RECEIVED  
97 MAR - 7 AM 9:53  
DIVISION OF CORPORATION

P. 2103344 MAR 7 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<u>AMP</u>	_____	_____

WALK-IN Will Pick Up 3/7 1100

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

ARTICLES OF INCORPORATION  
OF  
WESLEY ENTERPRISES OF SEBRING, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE  
NAME

The name of the corporation is Wesley Enterprises of Sebring, Inc.

ARTICLE TWO  
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 965 Sebring Square, Sebring, Florida 33870-1688.

ARTICLE THREE  
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR  
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of providing family entertainment, which includes but is not limited to a children's maze, arcade games, and food.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

FILED  
97 MAR -7 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE FIVE  
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one hundred and twenty (120). Such shares shall be of a single class, and shall have a par value of One dollar (\$1.00) per share.

ARTICLE SIX  
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 906 S.E. Lakeview Drive, Suite #1, Sebring, Florida 33870, and the name of its initial registered agent at such address is Anthony L. Ritenour.

ARTICLE SEVEN  
DIRECTORS

The number of directors constituting the corporation's initial board of directors is three (3). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Anthony L. Ritenour	1629 LaGrange Avenue Sebring, FL 33870
Sean W. Fielder	2205 Countryhaven Lane Sebring, FL 33872
Timothy J. Lethbridge	1626 Evangeline Avenue Sebring, FL 33870

ARTICLE EIGHT  
INCORPORATORS

The name and address of each incorporator is:

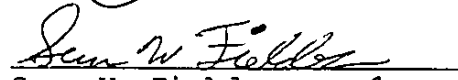
Name	Address
Anthony L. Ritenour	1629 LaGrange Avenue Sebring, FL 33870
Sean W. Fielder	2205 Countryhaven Lane Sebring, FL 33872

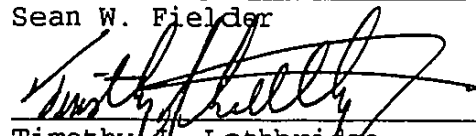
Timothy J. Lethbridge

1626 Evangeline Avenue  
Sebring, FL 33870

The undersigned incorporators have executed these Article  
of incorporation this 5th day of March, 1997.

  
Anthony L. Ritenour

  
Sean W. Fielder

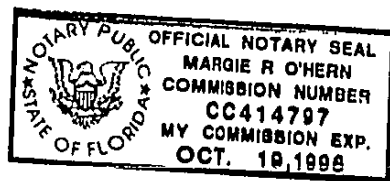
  
Timothy J. Lethbridge

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

On this 5th day of March, 1996, before me, a  
Notary Public in and for said county and state, appeared Anthony  
L. Ritenour, Sean W. Fielder, and Timothy J. Lethbridge, who are  
personally known to me and acknowledged to me that they executed  
the foregoing document of their own free will and that the state-  
ments therein contained are true to their own knowledge and  
belief.

  
NOTARY PUBLIC

(NOTARIAL SEAL AND COMMISSION)



CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:


Wesley Enterprises of Sebring, Inc.

2. The name and address of the registered agent and office is:

Anthony L. Ritenour  
906 S.E. Lakeview Drive  
Suite #1  
Sebring, Florida 33870

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97 MAR -7 AM 11:38  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Anthony L. Ritenour  
Date: 3/6/97