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LAW OFFICES OF
TRUMAN SCARBOROUGH, JR.
239 HARRISON STREET
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TITUSVILLE, FLORIDA 32781

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FILED STATE
SECRETARY OF CORPORATIONS
91 MAR 20 PM 3:34

March 18, 1997

Secretary of State
Divisions of Corporations
The Capitol
Tallahassee, Florida 32301

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-03/21/97--01115--012
****122.50 ****122.50

Re: **WINMARC, INC.**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent Certificate, together with a check for \$122.50.

Thank you for your assistance.

Very truly yours,



Truman G. Scarborough, Jr.

am

enc. Article of Incorporation (original)

Articles of Incorporation (copy)

Check \$122.50

BC 3/19

**ARTICLES OF INCORPORATION
OF
WINMARC, INC.**

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ARTICLE I. NAME

The name of this corporation is **WINMARC, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is **3455
Cheney Highway, Titusville, Florida 32780.**

ARTICLE III. DURATION

This corporation shall have perpetual existence

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful
business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value common stock, which shall be designated "COMMON SHARES".

ARTICLE VI. NUMBER OF SHAREHOLDERS

This corporation shall have no more than thirty-five (35) shareholders at any one time.

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **3455 Cheney Highway, Titusville, Florida 32780** and the name of the registered agent of this corporation at that address is **MARC J. BLANCHETTE**.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles is **MARC J. BLANCHETTE, 3455 Cheney Highway, Titusville, Florida 32780**.

ARTICLE X. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officers, or former officers, to the fullest extent permitted by law.

ARTICLE XII. AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of March 1997.


MARC J. BLANCHETTE

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared **MARC J. BLANCHETTE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me he executed the Articles of Incorporation for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 18th day of March 1997.

ALICE A. MONTGOMERY
Notary Public, State of Florida

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607.034 of the Florida Statutes, the following is submitted, in compliance with said Act: **WINMARC, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at **3455 Cheney Highway, Titusville, Florida 32780**, has named **MARC J. BLANCHETTE** as its agent to accept service of process within the State, and **3455 Cheney Highway, Titusville, Florida 32780**, as the registered office.

ACCEPTANCE OF REGISTERED AGENT

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

Marc J. Blanchette
MARC J. BLANCHETTE
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SECRETARY OF STATE
DIVISION OF CORPORATIONS