

LAW OFFICES
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ATTORNEY AND COUNSELLOR AT LAW
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14 EAST WASHINGTON STREET
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(407) 422-5076

March 20, 1997

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

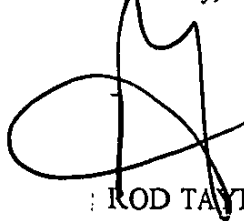
Re: W & W Ventures, Inc.
Our File: 14-6677

700002121267--8
-03/24/97--01033--017
****122.50 ****122.50

Dear Sirs:

Enclosed for filing please find an original and copy of the Articles of Incorporation for W & W Ventures, Inc. as well as my check in the sum of \$122.50 to cover your fees in this regard. Please approve and process the enclosed and return to my office a Certificate of Incorporation in the self addressed stamped envelope I have enclosed for that purpose. Thank you for your attention and cooperation, and if there are any questions, please contact my office.

Sincerely,



ROD TAYLOR, P.A.

RT/pc
Enclosure(s)

MAR 27

BSB

FILED
97 MAR 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
W & W VENTURES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name and Principal Place of Business

The name of this corporation is W & W VENTURES, INC., and its principal of business is 741 Coach Light Drive, Fern Park, Florida 32730.

ARTICLE II - Purpose

This corporation is organized for the purpose of travel agency and related services or in any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - Capital Stock

This corporation is authorized to issue SEVENTY-FIVE HUNDRED (7,500) Shares, all one class, ONE and NO/100 (\$1.00) DOLLAR par value which shall be designated Common Stock. The Corporation shall not issue preferred or special classes of stock.

ARTICLE IV - Initial Registered Agent

The street address of the initial registered office of this Corporation is 741 Coach

Light Drive, Fern Park, Florida 32730 and the name of the registered agent at that address is
WILLIAM E. HILLEARY

ARTICLE V - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be more than three

(3). The name and address of the initial director of this corporation is:

WILLIAM E. HILLEARY
741 Coach Light Drive
Fern Park, Florida 32730

ARTICLE VI - Incorporator

The name and address of the person signing these Articles of Incorporation is as follows:

WILLIAME. HILLEARY
741 Coach Light Drive
Fern Park, Florida 32730

ARTICLE VII - Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. Every

amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation, this 20th day of March, 1997.

William E. Hilleary
WILLIAM E. HILLEARY

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County aforesaid, personally appeared WILLIAM E. HILLEARY, to me personally known or who presented Florida Drivers License as identification, who (did)(did not) take an oath, who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of March, 1997.

Sylvia J. Fulmer
Notary Public Signature

SYLVIA J. FULMER
Notary Public, State of Florida
My Comm. Expires Sept. 14, 1999
Comm. No. CC495810

SYLVIA J. FULMER
Printed Name of Notary Public

Commission no. CC 495810
My Commission Expires: 9/14/99

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for W & W VENTURES, INC., a

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CLERK OF STATE
FLORIDA

Florida corporation, at 741 Coach Light Drive, Fern Park, Florida 32730, I hereby agree to accept and to act in this capacity and to comply with the provisions of the Florida Statutes relative to keeping open said office.

William E. Hilleary
WILLIAM E. HILLEARY

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared WILLIAM E. HILLEARY, to me known to be the person described as the Registered Agent in the foregoing Articles of Incorporation, and acknowledged before me that he executed the above Acceptance of Registered Agent and that an Oath (was)(was not) taken.

WITNESS my hand and official seal in the County and State named above, this
20th day of March, 1997.

Sylvia J. Fulmer
Notary Public Signature

SYLVIA J. FULMER
Printed Name of Notary Public

Commission No.: CC 495810
My Commission Expires: 9/14/99

SYLVIA J. FULMER
Notary Public, State of Florida
My Comm. Expires Sept. 14, 1999
Comm. No. CC495810