

P97000037460
TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

900002155449--53
-04/25/97-01032--009
*****78.75 *****78.75

SUBJECT: W.I.A. MANAGEMENT GROUP, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the Filing Fee and Certificate.

Arthur Schainholtz
11415 8th Way N #608
Saint Petersburg, Florida 33716
215-442-0311

97 APR 25 11:01
FILED

CP 4/25/97

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The Name of the Corporation shall be:

W.I.A. Management Group, Inc.

ARTICLE II ADDRESS

The principal place of business of this Corporation is:

11415 8th Way N #608
Saint Petersburg, Florida 33716

The mailing address of this Corporation is:

PO Box 21208
Saint Petersburg, Florida 33742-1208

ARTICLE III SHARES

There shall be issued One (1) class of stock with unlimited voting rights and are entitled to the assets of the corporation upon dissolution. There shall be One Thousand (1000) shares of common stock issued.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Arthur Schainholtz
11415 8th Way N #608
Saint Petersburg, Florida 33716

ARTICLE V INCORPORATORS / BOARD OF DIRECTORS

The names and addresses of the Directors of **W.I.A. Management Group, Inc.** are:

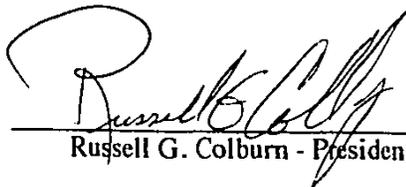
Russell G. Colburn Jr.
213 Maple Ave Apt. I-140
Horsham, Pennsylvania 19044

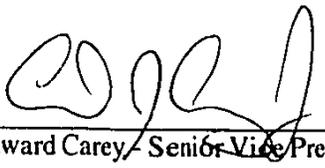
Arthur Schainholtz
11415 8th Way N #608
Saint Petersburg, Florida 33716

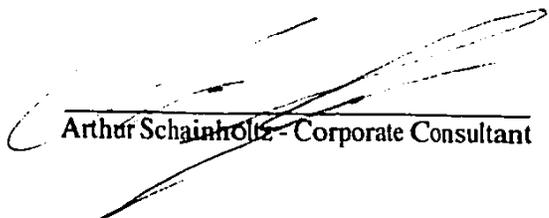
Edward Carey
34 Wexford Road
North Wales, Pennsylvania 19454

97 APR 25 PM 1:01
FLORIDA STATE
CORPORATIONS

The undersigned incorporators have executed these Articles of Incorporation this Sixteenth day of April in the year of 1997.


Russell G. Colburn - President


Edward Carey - Senior Vice President Finance

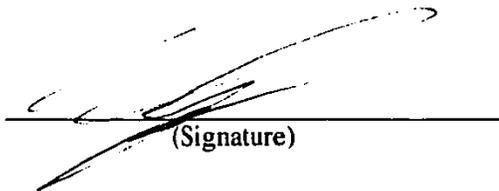

Arthur Schainholz - Corporate Consultant

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

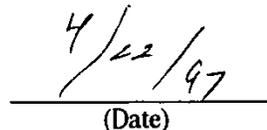
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is
W.I.A. Management Group. Inc.
2. The name and address of the registered agent and office is
**Arthur Schainholtz
11415 8th Way North #608
Saint Petersburg, Florida 33716**

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.



(Signature)



(Date)

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STATE
CLERK