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**GIBBS & PARNELL, P.A.**

**ATTORNEYS AT LAW**

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DADE CITY, FLORIDA 33520-0618  
(352) 567-8546 FAX (352) 567-0380  
REPLY TO: ☐

THOMAS E. PARNELL  
320 W. FLETCHER AVE., SUITE 104  
TAMPA, FLORIDA 33612  
(813) 935-2200 FAX (813) 935-4444  
REPLY TO: ☐

April 11, 1997

Florida Department of State  
Corporation Division/New Filings  
Post Office Box 6327  
Tallahassee, Florida 32314

000002143200--0  
-04/15/97--01015--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

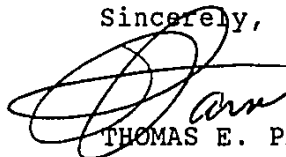
Re: Articles of Incorporation

Gentlemen:

*Dade Whorley Enterprises, Inc.*  
I am enclosing the original and a copy of the Articles of Incorporation for ~~DD ENTERPRISES, INC.~~, along with a check in the amount of \$78.75 which should cover the cost of filing the articles and a certificate of incorporation.

I would appreciate your filing the articles and returning a copy to me as soon as possible. If you require anything further, please advise. Thank you for your help.

Sincerely,

  
THOMAS E. PARNELL

TEP/lms  
Enclosures

FILED  
97 MAY -5 AM 9:42  
TALLAHASSEE, FLORIDA

*PH 5/5/97*  
*W97-8852*  
*PH 4/17/97*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 16, 1997

THOMAS E. PARNELL, ESQ.  
320 W FLETCHER AVE, SUITE 104  
TAMPA, FL 33612

SUBJECT: DDD ENTERPRISES, INC.  
Ref. Number: W97000008852

We have received your document for DDD ENTERPRISES, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 497A00019275

ARTICLES OF INCORPORATION  
OF  
DOUG WHORLEY ENTERPRISES, INC.

FILED  
97 MAY -5 AM 9:42  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is DOUG WHORLEY ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing upon the filing of the Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in transacting any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock at a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL- PLACE OF BUSINESS

The principal place of business of this corporation shall be 6001 Johns Road, Suite 444, Tampa, Florida 33634.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6001 Johns Road, Suite 444, Tampa, Florida 33634.

The name of the initial registered agent of this corporation is  
RICHARD D. WHORLEY.

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial directors and officers of this corporation shall  
be as follows:

President and  
Director:

RICHARD D. WHORLEY

ARTICLE VIII - RIGHTS OF INITIAL DIRECTORS

The corporation shall have at least one (1) but no more than  
five (5) directors. Each of the initial Directors shall have the  
right to be a Director of the Corporation as long as that  
respective Director becomes a Shareholder of the Corporation. By  
acquiring stock in this Corporation, each Shareholder agrees to  
abide by this right and to elect each of the initial Directors  
named in these Articles of Incorporation to the office of Director  
as long as that Director is a Shareholder of the Corporation.  
Future Directors need not be shareholders. This Article may not be  
amended in any way without the written consent of each of the  
initial Directors who is a Shareholder of the Corporation at the  
time of the amendment until after the adoption of the By-laws at  
the initial meeting of shareholders and directors following which  
the procedures set forth herein of in the By-laws, as may be  
amended from time to time, shall control.

ARTICLE IX - INCORPORATORS AND SUBSCRIBERS

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

RICHARD D. WHORLEY  
6001 Johns Road, Suite 444  
Tampa, Florida 33634

1000 shares

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of the corporation may be transferred to the corporation, to other stockholders in the corporation or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors and shall be subject to all terms and conditions of any shareholders agreement in effect at that time.

ARTICLE XII - CUMULATIVE VOTING

At each election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

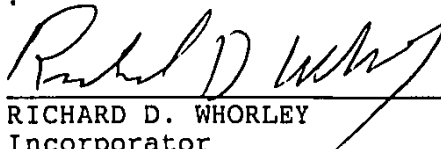
ARTICLE XIV - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PREEMPTIVE RIGHTS

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

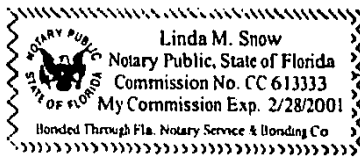
IN WITNESS WHEREOF, the undersigned incorporators and subscribers have executed these Articles of Incorporation, this 30<sup>th</sup> day of April, 1997.

  
RICHARD D. WHORLEY  
Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th  
day of APRIL, 1997 by RICHARD D. WHORLEY, President  
and Director of DOUG WHORLEY ENTERPRISES, INC., on behalf of the  
corporation, who is personally known to me or produced the  
following as identification: N/A.

(S E A L)



Linda M. Snow  
Notary Public - Signature

Having been named as Registered Agent to accept service of  
process for DOUG WHORLEY ENTERPRISES, INC., at 6001 Johns Road,  
Suite 444, Tampa, Florida 33634, I agree to act in this capacity  
and I further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my duties.

Richard D. Whorley  
RICHARD D. WHORLEY  
Registered Agent

FILED  
97 MAY -5 AM 9:42  
HILLSBOROUGH, FLORIDA