

797000039672

ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON
CHARTERED

ATTORNEYS AND COUNSELORS AT LAW

E-Mail: abelband@gate.net

ADDITIONAL JURISDICTIONS

DAVID S. BAND-DC & MD
RONALD L. COLLIER-PA & NJ
ANTHONY J. ABATE-IL
STEVEN J. CHASE-GA
MICHAEL S. TAAFFE-NJ & NY
JOHN A. GARNER-IN & GA
DAVID S. WATSON-PA
SCOTT E. GORDON-OH
RICHARD W. COONEY-NY
JOHN W. WEST III-DC
DALE S. DAVIDSON-NC

*Board Certified Real Estate Lawyer
**Board Certified Civil Trial Lawyer
***Board Certified Business Bankruptcy Law
American Bankruptcy Board of
Certification
****Board Certified Business Litigation Lawyer

Please refer to our file number:
849-9

Writer's direct line:
(941) 364-2728

Reply to: Sarasota

BARNETT BANK CENTER
340 SOUTH PINEAPPLE AVENUE
P.O. BOX 49941
SARASOTA, FLORIDA 34139-0941

WATS (FROM TAMPA) 645-7105
PHONE (941) 366-6660
FAX (941) 366-3999

HERITAGE COURT
SUITE 200
5020 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34103

PHONE (941) 649-6734
FAX (941) 366-3999

TANDEM CENTER
SUITE 199
333 TAMiami TRAIL SOUTH
VENICE, FLORIDA 34285

PHONE (941) 485-8200
FAX (941) 488-9436

ANTHONY J. ABATE
SARALYN ABEL
DAVID S. BAND
KATHRYN ANGELL CARR
STEVEN J. CHASE**
RONALD L. COLLIER
DALE S. DAVIDSON

HARVEY J. ABEL

JOHN A. GARNER
CHERYL L. GORDON
SCOTT E. GORDON
MARK D. HILDRETH***
WILLIAM R. KOPF
CHRISTINE EDWARDS LAMIA****
GEORGE H. MAZZARANTANI

OF COUNSEL
RICHARD W. COONEY

ROBERT P. MUDGE
JAN WALTERS PITCHFORD*
MALCOLM J. PITCHFORD*
JEFFREY S. RUSSELL*
MICHAEL S. TAAFFE****
DAVID S. WATSON
JOHN W. WEST III

JOHNSON S. SAVARY

April 29, 1997

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: WSG Construction, Inc.

Dear Sir or Madam:

300002161783--9
-05/01/97--01056--019
*****122.50 *****122.50

Enclosed please find original and duplicate of Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50 to cover the following items:

| | |
|-------------------------------------|---------|
| Filing of Articles of Incorporation | \$35.00 |
| Certified Copy of Articles | 52.50 |
| Registered Agent | 35.00 |


We would appreciate your returning to us a certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER
PITCHFORD & GORDON, CHARTERED

By: 
Rebecca J. Kennedy, C.L.A.
Certified Legal Assistant

/bjk
Enclosures

 5/5

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 11:29

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 AM 11:29

ARTICLES OF INCORPORATION
OF
WSG CONSTRUCTION, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

WSG CONSTRUCTION, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 3606 Egerton Circle, Sarasota, Florida 34233.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 3606 Egerton Circle, Sarasota, Florida 34233 and the registered agent at such office is W. Scott Gaines.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

W. Scott Gaines

3606 Egerton Circle
Sarasota, Florida 34233

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted 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.

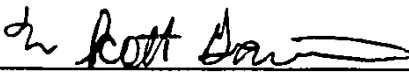
ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

W. Scott Gaines

3606 Egerton Circle
Sarasota, Florida 34233


The undersigned has executed these Articles this 28 day
of April, 1997.


W. Scott Gaines

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for WSG CONSTRUCTION, INC. at the place designated in the Articles, 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.

4/28/97
Date


W. Scott Gaines,
Registered Agent