

GLENN R. PADGETT

Attorney at Law

P97000055790

June 20, 1997

Corporate Records Bureau
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

200002220092--5
-06/23/97--01127--001
****122.50 ****122.50

Re: GWF, INC.

Dear Clerk:

Enclosed is an original and one copy of proposed Articles of Incorporation for the referenced corporation, together with a check payable to your order covering the following items:

Filing Fee	\$ 35.00
Certified Copy of	
Articles of Incorporation	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	\$122.50

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
JUN 23 1997
TALLAHASSEE, FLORIDA

Kindly return to me a certified copy of the Articles of Incorporation in the enclosed envelope.

Thank you.

Very truly yours,

Glenn R. Padgett

Glenn R. Padgett

Post Office Box 730177
Ormond Beach, FL 32173-0177
Telephone: (904) 947-6446
Cellular: (904) 295-0373
Fax: (904) 676-1151

6/25/97

EFFECTIVE DATE

10/19/97

ARTICLES OF INCORPORATION
OF

GWF, INC.

A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:50

ARTICLE I - NAME

The name of this corporation is: GWF, INC.

ARTICLE II - DURATION

These Articles of Incorporation shall become effective upon the date of their execution and acknowledgment, provided these Articles are filed by the Department of State within five (5) days of their signing and acknowledgment. If not, these Articles shall become effective upon the date they are filed by the Department of State.

ARTICLE III - GENERAL PURPOSES

The general purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV - SHARES

The maximum number of shares that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock (having a par value of \$1.00 per share), which shall have voting rights as follows: 1 share of voting Common Stock shall have voting rights; 999 shares of non-voting Common Stock shall have no voting rights.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4118 Salina Lane, Ormond Beach, Florida 32174. The name of the initial Registered Agent of the corporation is Glenn R. Padgett.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of the corporation is 4118 Salina Lane, Ormond Beach, Florida 32174.

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors is one (1) and the name and address of the person who is to serve as the sole member thereof is as follows:

Glenn R. Padgett
4118 Salina Lane
Ormond Beach, Florida 32174

The number of directors may be changed from time to time as provided in the bylaws.

ARTICLE VIII - INCORPORATOR

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

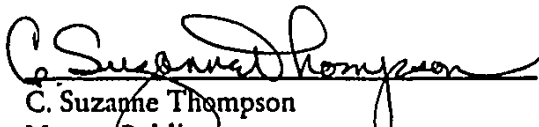
Glenn R. Padgett
4118 Salina Lane
Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles this 19th day of June, 1997.


Glenn R. Padgett

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 19th day of June, 1997 by Glenn R. Padgett, who is personally known to me.


C. Suzanne Thompson
Notary Public
Commission # CC 426276
My Commission Expires: December 13, 1998



**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 11 9:50

Pursuant to Section 48.091, Florida Statutes, GWF, INC. hereby designates Glenn R. Padgett and 4118 Salina Lane, Ormond Beach, Florida 32174, as its Registered Agent and the street address of its registered office, respectively, for service of process within the State of Florida.

By: Glenn R. Padgett
Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as Registered Agent of GWF, INC. for service of process within the State of Florida.

Glenn R. Padgett
Glenn R. Padgett