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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 471694 81579A

AUTHORIZATION :

Patricia Pzyto

COST LIMIT : \$ 122.50

ORDER DATE : July 23, 1997

ORDER TIME : 9:53 AM

ORDER NO. : 471694-005

800002244958--3

CUSTOMER NO: 81579A

CUSTOMER: L. A. Gornto, Jr., Esq
L. A. GORNTO, JR., ESQ

Suite 400
149-f South Ridgewood Avenue
Daytona, FL 32114

DOMESTIC FILING

NAME: WIPPER/HAIMES ENTERPRISES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: _____

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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION
OF
WIPPER/HAIMES ENTERPRISES, INC.

FILED

97 JUL 23 PM 12:00

TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation shall be:

Wipper/Haimes Enterprises, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business or mailing address of this corporation shall be:

105 Minnehaha Circle
Maitland, FL 32751

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in cash, property or other benefits to the corporation, as may be determined to be adequate by the Board of Directors.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 149-F S. Ridgewood Avenue, Daytona Beach, Florida 32114, and the name of the initial registered agent of the corporation at that address is L. A. Gornito, Jr., Esq.

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall commence July 23, 1997, and shall have perpetual existence.

**ARTICLE VI
NUMBER 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 Board of Directors or the Shareholders in accordance with the Bylaws of this corporation. The Director, as such, shall receive such compensation for his services, if any, as may be set by the Board of Directors at an annual or special meeting. The Director may authorize and require the payment of the reasonable expenses incurred by the Director in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Director from serving the corporation in any other capacity and receiving compensation therefor.

**ARTICLE VII
DIRECTORS**

The name and address of the initial Director of this corporation, who shall hold office the first year of the corporation's existence or until his successors are elected, are:

<u>Name</u>	<u>Address</u>
Dennis J. Wipper	105 Minnehaha Circle Maitland, FL 32751

**ARTICLE VIII
OFFICERS**

The name and address of the initial Officers of this corporation, who shall hold office the first year of the corporation's existence or until his successors are elected, are:

<u>Name and Address</u>	<u>Office</u>
Dennis J. Wipper	President, Secretary and Treasurer

**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator signing these articles are:

Name

Address

L. A. Gornito, Jr., Esq.

149-F S. Ridgewood Avenue
Daytona Beach, FL 32114

**ARTICLE X
AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended 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 issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. Any right conferred by these Articles of Incorporation upon the Shareholders is subject to this reservation.

**ARTICLE XI
BYLAWS**

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in the Board of Directors.

**ARTICLE XII
INDEMNIFICATION**

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by the law.

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of July, 1997.



L. A. Gornito, Jr.

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing Articles of Incorporation was acknowledged before me this 22nd day of July, 1997, by L. A. Gornito, Jr., who is personally known to me and who did not take an oath.



Notary Public
State of Florida at Large
My Commission Expires:



MICHELE LECLERC
Notary Public, State of Florida
My Comm. Exp. Apr. 28, 1999
Comm. No. CC 446577

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

L. A. Gornito, Jr., Esq., having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


L. A. Gornito, Jr.

FILED
97 JUL 23 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA