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July 24, 1997

P97000068100

Department of State
Division of Corporations
409 E. Gaines
Tallahassee, FL 32399

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-07/30/97--01070--007
*****70.00 *****70.00

Attention: Charter Section

Re: Wellington Properties, Inc.

Dear Sir or Madam:

Enclosed for filing, please find the Articles of Incorporation of Wellington Properties, Inc.


I am enclosing both the original and one additional copy, returning them to me.

I am also enclosing a check in the amount of \$70.00 to cover the filing fee.

Please return the Certificate of Incorporation to me, at the address above, as soon as possible.

Thanking you in advance for your prompt attention to this matter.

Sincerely,


Peter C. Clement, paralegal to
ALAN KAY

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -6 PM 2:52

~~177289~~

8-1-97
WS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1997

ALAN KAY, P.A.

8668 PARK BLVD., N., SUITE F
SEMINOLE, FL 34647

SUBJECT: WELLINGTON PROPERTIES, INC.
Ref. Number: W97000017739

O. F. Pinellas County

We have received your document for **WELLINGTON PROPERTIES, INC.** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 197A00039235

ARTICLES OF INCORPORATION
OF
WELLINGTON PROPERTIES, INC.,

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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OF PINELLAS COUNTY

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be: WELLINGTON PROPERTIES, INC.

of Pinellas County, ~~FL~~

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the filing date of these Articles with the Department of State.

ARTICLE III - PURPOSE/NATURE

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue a maximum of 1000 shares of \$1.00 par value common stock at any one time, to be referred to as "Class A Voting Stock", even though there is only one class of stock at this time.

ARTICLE V - PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is in an unincorporated part of Pinellas County, Florida, at and with the mailing address being: 3480 BEECHWOOD TERRACE, PINELLAS PARK, FL. 33781


ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 3480 BEECHWOOD TERRACE, PINELLAS PARK, FL. 33781, and the name of the initial Registered Agent of this Corporation at that address is: Allen J. Wellington

of Pinellas County

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION
WELLINGTON PROPERTIES, INC.
OF PINELLAS COUNTY

Allen J. Wellington, a Florida resident, having a business office identical with the registered office of the Corporation named above, and having been named as the Registered Agent to accept service of process for the above named Corporation, at the place designated in this foregoing Articles of Incorporation, and who is familiar with and accepts the duties and responsibilities as Registered Agent for said Corporation under Section 607.0505, Florida Statutes, this 24th day of July, 1997.



Allen J. Wellington
3480 Beechwood Terrace
Pinellas Park, Fl. 33781
813-413-0714

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE VIII - EFFECTIVE DATE OF INCORPORATION

The effective date of the incorporation of this Corporation shall be the date of filing with the Department of State, as indicated by the Division of Corporations on the initial Certificate of Incorporation.

ARTICLE IX - INTERNAL REVENUE ELECTIONS

It is the intent of the Incorporator that the Corporation will qualify under "Section 1244" of the Internal Revenue Code. The corporation may take the latter actions necessary to obtain and maintain a status as an "S Corporation". This shall become effective upon application to the Internal Revenue Service on Form SS-4 and the application for a Federal Identification Number, at such time as deemed appropriate by the shareholder(s).

ARTICLE X - INITIAL BOARD OF DIRECTORS

This Corporation shall initially have ONE (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws, however, there shall never be less than ONE (1) Director nor more than five (5). The name and address of the initial Board of Directors of the Corporation is:

Allen J. Wellington - 3480 BEECHWOOD TERRACE, PINELLAS PARK, FL. 33781

ARTICLE XI - INCORPORATOR

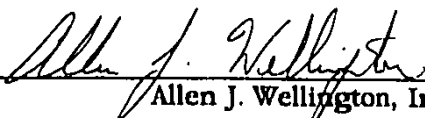
The name and address of the Incorporator signing these Articles is:

Allen J. Wellington - 3480 BEECHWOOD TERRACE, PINELLAS PARK, FL. 33781

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 24th day of July, 1997.



Allen J. Wellington, Incorporator