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MARK WELTON & ASSOCIATES, P.A.

1078 Ferdon Boulevard South • Suite B
Crestview, Florida 32536

*Also admitted in Alabama

Mark H. Welton*
Gary E. Lundy, Associate Attorney
Nancy Andujar, Paralegal Specialist

August 27, 1997

*Blessed is the man that
walketh not in the counsel of the
ungodly... But his delight
is in the Law of the Lord.
Psalms 1:1,2*

TELEPHONE: (904) 682-2120
(904) 682-0102
TELECOPIER: (904) 689-0706

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-09/02/97--01135--008
*****70.00 *****70.00

Re: H. W. Investments, Inc.
Articles of Incorporation

Dear Madam or Sir:

Enclosed please find the original Articles of Incorporation and Designation of Registered Agent for service of process on the above-captioned corporation. It is our wish that the corporate existence of the corporation begin on as soon as filed.

Please process these documents accordingly and return the certificate to the above address.

Included herewith is a check in the amount of \$70.00 to cover the Filing Fee.

Sincerely,

A. Wayne Williamson

A. Wayne Williamson
(Associate Attorney)
(Bar Pending July 1997)

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 PM 12:48

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W/97-20438

D. BROWN SEP 11 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

September 4, 1997

A. WAYNE WILLIAMSON
MARK WELTON & ASSOCIATES, P.A.
1078 FERDON BLVD., SO., SUITE B
CRESTVIEW, FL 32536

SUBJECT: H.W. INVESTMENTS, INC.
Ref. Number: W97000020438

We have received your document for H.W. INVESTMENTS, 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 397A00044260



TELECOPIER: (904) 689-0706

MARK H. WELTON

Attorney at Law
1078 South Ferdon Blvd. • Suite B
Crestview, Florida 32536

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TELEPHONE: (904) 682-2120

September 9, 1997

Doris Brown
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Doris:

Enclosed is the corrected copy of the articles of incorporation along with a copy. Per our phone conversation the name H. W. Investment Group, Inc. is available. Please feel free to contact me with any questions regarding the filing of this corporation.

Sincerely,

A. Wayne Williamson
Mark Welton and Associates, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 PM 12:49

ARTICLES OF INCORPORATION
OF

H. W. INVESTMENT GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is **H. W. Investment Group, Inc.**

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 377 Coy Ellis Road, DeFuniak Springs, FL 32433.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of purchase, sale and rental of real estate.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1000 shares. and may change upon the vote of not less than 2/3 of the outstanding shares. Such shares shall be of a single class of common stock.

ARTICLE SIX

MANAGEMENT OF CORPORATION BY SHAREHOLDERS

This is a closely held family corporation with the intent to be a family run business, therefore the Shareholders shall run this company in place of an elected board of directors. The initial officers of this corporation are as follows:

Name:

Hilton Williamson (President)

Address:

377 Coy Ellis Road, DeFuniak Springs, FL 32433

ARTICLE SEVEN

POWERS TO AMEND ARTICLES OR ESTABLISH BY-LAWS

The power to adopt, alter, or amend or repeal by-laws shall be vested in the shareholders.

ARTICLE EIGHT

PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for any consideration of any new stock issues of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof at the price at which it is offered to others.

ARTICLE NINE

ACTION BY WRITTEN CONSENT

Any action required by law, the Articles of Incorporation or the By-Laws of this corporation to be taken at any annual or special meeting of the Shareholders of the corporation or any action which may be taken at any annual or special meeting such Shareholders, may be taken without a meeting, without prior notice or without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

ARTICLE TEN

INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

Hilton Williamson
377 Coy Ellis Road
DeFuniak Springs, FL 32433

ARTICLE ELEVEN

INITIAL REGISTERED OFFICE AND AGENT

The initial office and registered agent of this corporation is as follows:

Mark Welton and Associates, P.A.
1078 Ferdon Boulevard, South, Suite B
Crestview, FL 32536

ARTICLE TWELVE

AMENDMENTS

The Shareholders shall have the power to alter, amend, or repeal provisions of these articles.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation,
this 28th day of Aug., 1997

Hilton Williamson
Hilton Williamson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 PM 12:49

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the above listed address. *I hereby consent to act in the capacity, and agree to comply with the provisions of the law relative to the registered agent.*

A. Wayne Williamson
A. Wayne Williamson
Associate Attorney
Mark Welton and Associates, P.A.