

P97000081182

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

September 16, 1997

Subject: **W. P. Financial Services of Florida, Inc,**

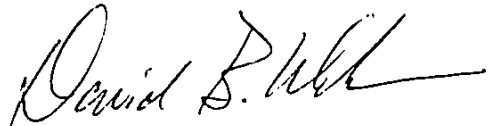
Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$ 75.00 for the incorporation of the above named company.

Please send stamped copy of Articles to:

David B. Wilson
9542 104th Avenue North
Seminole, Florida 33777
Telephone # 813-393-3258

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*****75.00 *****75.00

Thank you for your assistance in this matter.



David B. Wilson

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

9/18/97
1:12

**ARTICLES OF INCORPORATION
OF
W.P. FINANCIAL SERVICES OF FLORIDA, INC.**

The undersigned incorporator of these Articles of Incorporation does hereby form a corporation pursuant to the Florida General Corporation Act and does hereby adopt the following Articles of Incorporation:

**ARTICLE ONE
NAME AND PRICIPAL OFFICE**

The name of this corporation is W. P. Financial Services of Florida, Inc. The corporation's principal office is located at 9542 104th Avenue North, Seminole, Florida 33777

**ARTICLE TWO
DURATION**

The Corporations is to exist perpetually.

**ARCTICLE THREE
PURPOSE**

This Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, including the provision of financial services.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares which this Corporation is authorized to issue is 10,000 shares of common stock, each having a par value One Dollar (\$1.00). Once issued, all shares shall be deemed fully paid and non-assessable.

**ARTICLE FIVE
PREEMPTIVE RIGHTS**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

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TALLAHASSEE, FLORIDA

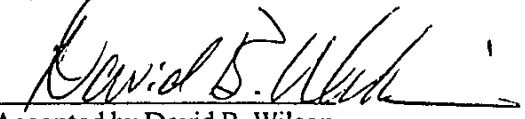
ARTICLE SIX
TRANSFER OF SHARES

All of the issued and outstanding shares of the Corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept on file at the principal office of the Corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE SEVEN
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation, 9542 104th Avenue North, Seminole, Florida 33777, and the name of the initial registered agent is David B. Wilson, whose acceptance is noted below.

I am familiar with and accept the duties and responsibilities as registered agent for this corporation.


Accepted by David B. Wilson

ARTICLE EIGHT
DIRECTORS

The Board of Directors will consist of no less than one and no more than five Directors, the exact number to be determined by the Bylaws (with any modification or change in number, within this range, to also be by amendment to the Bylaws). The initial Board of Directors will consist of 2 (two) members: Joe Power and David B. Wilson.

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TALLAHASSEE, FLORIDA

**ARTICLE NINE
INCORPORATOR**

The name and address of the person signing these Articles is : David B. Wilson,
9542 104th Avenue North, Seminole, Florida 33777.

**ARTICLE TEN
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director,
to the full extent permitted by law.

**ARTICLE ELEVEN
OTHER PROVISIONS**

There are no other provisions for the regulation of the internal affairs of this corporation
except as set forth in the By-laws of this corporation.

In Witness Whereof, the undersigned Incorporator has executed these Articles of
Incorporation this 16 day of September, 1997.

By: David B. Wilson

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged and sworn to before me this 16th day of
September, 1997 by David B. Wilson who () is personally known to me (x) produced
FLA DRIVERS LICENSE as identification.

Connie Sutton (signature of notary)

CONNIE SUTTON (printed name of notary)
Notary Public

(SEAL)



_____ (serial number, if any)