

P 97000083167



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 543073 9969A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 25, 1997

ORDER TIME : 10:18 AM

ORDER NO. : 543073-005

CUSTOMER NO: 9969A

CUSTOMER: Natalee A. Herrig, Esq.
DUNLAP MORAN ROKNICH & GIBSON,
P.A.
Suite 700
1819 Main Street
Sarasota, FL 34236

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-09/25/97--01074--022
*****70.00 *****70.00

DOMESTIC FILING

NAME: THE SC WELLINGTON GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

SN SEP 25 1997

FILED
97 SEP 25 PM 1:33
FBI - TAMPA

97 SEP 25 11:38
FBI - TAMPA

ARTICLES OF INCORPORATION
OF
THE SC WELLINGTON GROUP, INC.

FILED
97 SEP 25 PM 4:24
S. C. WELLINGTON GROUP, INC.
FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

THE SC WELLINGTON GROUP, INC., a Florida corporation

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 6150 Candlewood Way, Sarasota, FL 34243.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1819 Main Street, Suite 700, Sarasota, FL 34236, and the Registered Agent at such office is Natalee A. Herrig.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

| <u>Name</u> | <u>Address</u> |
|------------------------|---|
| Donald Steven Wiebke | 6150 Candlewood Way Sarasota, FL 34243 |
| Cynthia Ireland Wiebke | 6150 Candlewood Way Sarasota, FL 34243 |

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

| <u>Name</u> | <u>Address</u> |
|------------------------|---|
| Cynthia Ireland Wiebke | 6150 Candlewood Way Sarasota, FL 34243 |

The undersigned has executed these Articles this 23 day of September, 1997.

Cynthia Ireland Wiebke
Cynthia Ireland Wiebke
Incorporator

FILED
97 SEP 23 PM 1:34
CLERK OF COURT
SARASOTA COUNTY, FL

Having been named as Registered Agent and to accept service of process for THE SC WELLINGTON GROUP, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Sept. 23, 1997
Date

Natalee A. Herrig
Natalee A. Herrig
Registered Agent

NAH:ds\c\SC-WELL.ART