

SCOTT & SCOTT
ATTORNEYS AT LAW

PORTIA B. SCOTT

W.R. SCOTT (OF COUNSEL)

(561) 287-0096 • (561) 597-4896 • (561) 287-0669

PA 7000091865

October 21, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

600002328826--3
-10/24/97--01037--018
*****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed original Article of Incorporation to be filed and given charter numbers along with a copy for date, time stamp and return.

Also enclosed is our check in the amount of \$70.00 to cover the costs of filing.

Please return copy to this office in the envelope provided.

If you should have any questions or need anything further, please do not hesitate to contact our office. Thank you for your cooperation with regard to this matter.

Very truly yours,

Karon Andrick Pitts

Karon Andrick Pitts
Office Manager

FILED
97 OCT 24 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 10/27/97

FILED

97 OCT 24 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

W & W DESIGNS, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is W & W DESIGNS, INCORPORATED.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation is principally engaged in any activity or business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND, TWO HUNDRED (1,200) shares of common stock, each share having a par value of on cent (\$.01).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IIII. PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any additional stock after the first offering, by the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, at the price at which it is offered to others, which price may be in excess of par value and determined by the Board of Directors at any regular or special meeting.

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation is 3347 South Federal Highway, Stuart, FL 34997.

ARTICLE VII. DIRECTORS

The corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

Andrew Raziano 2023 Mockingbird Lane
Palm City, Florida 34990

Arlene Kubat 9500 South ocean Drive #705
Jensen Beach, Florida 34957

Kathy Hodge 2113 SW Olympic Club Terrace
Palm City, Florida 34990

ARTICLE VIII. SUBSCRIBERS AND INCORPORATORS

The name and street address of the Subscribers and
Incorporators executing these Articles of Incorporation are:

Andrew Raziano 2023 Mockingbird Lane
Palm City, Florida 34990

Arlene Kubat 9500 South ocean Drive #705
Jensen Beach, Florida 34957

Kathy Hodge 2113 SW Olympic Club Terrace
Palm City, Florida 34990

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner
provided by law. Every amendment shall be approved by the Board
of Directors, proposed to the Stockholders, and approved at the
Stockholders' meeting by, at least, a 3/4 vote of Shareholders.

ARTICLE XI. ALIENATION OF SHARES

A. Any shareholder who desires to sell, assign, or in any
way alienate his or her share or shares, EXCEPTING ownership
passing through testate or intestate succession, or disbursement
from a trust, of the corporation must give first option of
purchase to the corporation the price of which shall be the same

as any bona-fide offer made by any person whomsoever, said option, if it is to be exercised at all, must be rejected or exercised by the corporation within forty-five (45) days of notification, in writing, by the shareholder of his or her desire to alienate the share(s).

B. If corporation has not rejected nor accepted the option within the 45 day period, then the other shareholders shall then have the right to likewise exercise a 45 day option to purchase the shares, using the same formula for price as is set forth immediately above.

C. If neither the corporation nor the other shareholders exercise the option within the proper time frame, the shareholder desiring to alienate his or her shares may do so freely, at any price or for any consideration the shareholder seeking to alienate the shares may be able to obtain.

ARTICLE XII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is PORTIA B. SCOTT, 1508 Lark Boulevard, Stuart, Florida 34996.

IN WITNESS WHEREOF, We, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 30 day of September, 1997.

Andrew Raziano
Signature

Andrew Raziano

Arlene Kubat
Signature

Arlene Kubat

Kathy Hodge
Signature

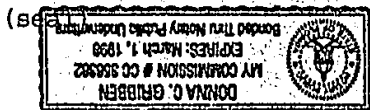
Kathy Hodge

STATE OF FLORIDA }

COUNTY OF MARTIN }

The foregoing instrument was acknowledged before me this 30 day of September, 1997, by Andrew Raziano, (✓) who is personally known to me or () who has produced _____ as identification, and who () did () did not take an oath.

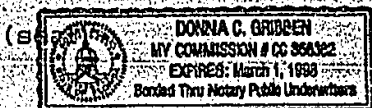
Donna C. Gibben
Notary Public



STATE OF FLORIDA }

COUNTY OF MARTIN }

The foregoing instrument was acknowledged before me this 30 day of September, 1997, by Arlene Kubat, (✓) who is personally known to me or () who has produced _____ as identification, and who () did () did not take an oath.

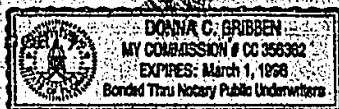


Donna C. Gribben
Notary Public

STATE OF FLORIDA)

COUNTY OF MARTIN)

The foregoing instrument was acknowledged before me this 30 day of September, 1997, by Kathy Hodge, (✓) who is personally known to me or () who has produced _____ as identification, and who () did () did not take an oath.



Donna C. Gribben
Notary Public

ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent of W & W DESIGNS, INC.

DATED this 14th day of October, 1997

Portia B. Scott
PORTIA B. SCOTT
Registered Agent

FILED
97 OCT 24 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA