



THE UNITED STATES  
CORPORATION  
COMPANY

P97000104356

ACCOUNT NO. : 072100000032

REFERENCE : 631111 9540A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pyzdek*

ORDER DATE : December 11, 1997

ORDER TIME : 10:14 AM

ORDER NO. : 631111-005

700002369207--5

CUSTOMER NO: 9540A

CUSTOMER: Barry Billington, Esq  
JOHNSTON THOMAS & BILLINGTON

Suite 301 Barnett Bank Bldg  
2335 East Atlantic Boulevard  
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: WUGIE, INC.

EFFECTIVE DATE  
1-1-98

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: Andrew Cumper

EXAMINER'S INITIALS:

FILED  
97 DEC 11 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*DMC*  
*12-11-97*  
RECEIVED  
97 DEC 11 AM 10:49  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
WUGIE, INC.

FILED  
97 DEC 11 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1-1-98

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

ARTICLE I. NAME

The name of the corporation shall be: WUGIE, INC.

The address of the principal office of this corporation shall be: 8110 Cleary Boulevard, Villa 1116, Plantation, Florida 33324, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having NO par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8110 Cleary Boulevard, Villa 1116, Plantation, Florida 33324 and the name of the initial registered agent of the corporation at that address is JOEL WUGALTER.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. EFFECTIVE DATE

The effective date of this corporation shall be January 1, 1998.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

JOEL WUGALTER  
President and  
Secretary/Treasurer

8110 Cleary Blvd., Villa 1116  
Plantation, FL 33324

VICTORIA WUGALTER  
Vice-President

8110 Cleary Blvd., Villa 1116  
Plantation, FL 33324

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATOR

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


JOEL WUGALTER  
8110 Cleary Blvd., Villa 1116  
Plantation, FL 33324

VICTORIA WUGALTER  
8110 Cleary Blvd., Villa 1116  
Plantation, FL 33324

IN WITNESS WHEREOF, the undersigned agents have hereunto set their seals on

Dec. 4, 1997.

  
JOEL WUGALTER

  
VICTORIA WUGALTER

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN THE ARTICLES OF INCORPORATION

JOEL WUGALTER, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



JOEL WUGALTER

FILED

87 DEC 11 AM 11:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WUGIE, INC.

2. The name and address of the registered agent and office is:

JOEL WUGALTER

(Name)

8110 Cleary Blvd., Villa 1116

(Address - P.O. Box not acceptable)

Plantation, FL 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligation of my position as registered agent.

  
(Signature)

12/4/97