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DAN BAILEY ATTORNEY AT LAW

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February 2, 1998

DEPARTMENT OF STATE
Attn: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

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-02/04/98--01026--016
*****70.00 *****70.00

Re: Incorporation of WSI Warranty Service, Inc.

Dear Division of Corporations:

Enclosed please find two original Articles of Incorporation for WSI Warranty Service, Inc. and a check in the amount of \$70.00 for incorporation costs. Please file the Articles of Incorporation and returned the filed documents to this firm at the address above.

Should you have any questions concerning this matter, please contact me at your convenience.

Very Truly Yours,

DAN BAILEY



Dan Bailey
Attorney at Law

DBB
Enclosure(s)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -4 AM 10:56
WSI

ARTICLES OF INCORPORATION OF WSI WARRANTY SERVICE , INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation herein called either "the corporation" or "this corporation" is: WSI Warranty Service, Inc.

ARTICLE II

PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation is: 4100 Corporate Square, Suite 107, Naples, Florida 34114.

ARTICLE III

SHARES: The number of shares of stock that this corporation is authorized to issue is one-thousand (1000) shares of stock. Each share of said stock shall have a par value of one United States Dollar (\$1.00). Said stock is comprised of one class which has unlimited voting rights and is entitled to receive the net assets of the corporation upon dissolution.

ARTICLE IV

CORPORATE DURATION: The duration of the corporation is perpetual.

ARTICLES OF INCORPORATION

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ARTICLE V

PURPOSE OR PURPOSES: The general purposes for which the corporation is organized are:

1. To engage in the business of Warranty Service coordination;
2. To transact any other lawful business for any lawful purpose or purposes 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.
4. The corporation is organized and shall exist as a corporation for profit under the laws of the State of Florida.

ARTICLE VI

POWERS: For the accomplishment of its purposes, the corporation shall have all of the common law and statutory powers and duties of a corporation for profit, except as limited or modified by these Articles or the Florida Business Corporation Act, as they may hereafter be amended from time to time.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of the corporation is:

4008 Cindy Avenue
Naples, FL 34112

The name of the initial registered agent at said street address is:

Mary E. Ramos

ARTICLE VIII

INITIAL DIRECTORS:

The names and addresses of the initial directors are:

Mary E. Ramos
4008 Cindy Avenue
Naples, Florida 34112

WHEREFORE the incorporator has caused these presents to be executed this 29th day of January, 1998.

BY:

Mary E. Ramos

Mary E. Ramos, Incorporator
4008 Cindy Avenue
Naples, Florida 34112

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

WSI Warranty Service, Inc.

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

Mary E. Ramos, Registered Agent
4008 Cindy Avenue
Naples, FL 34112

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 obligations of my position as registered agent.

Mary E. Ramos
Mary E. Ramos, Registered Agent
4008 Cindy Avenue
Naples, FL 34112

Date: *January 29, 1998*