DBMM33610

JOHN J. HINES

DIVISION OF CORPORATIONS
98 MAR 12 PM 2: 12

JOHN J. HINES 849 East Coast Drive Atlantic Beach, Florida 32233

904 241-2893

MALCH 10, February 21, 1998

Secretary of State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 Attention: Ms Doris Brown

000002444620--5 -03/02/98--01159--014 ****122.50 ****122.50

Re: Number W98000004643 New Corporation Filing WAM & COMPANY, INC. a Florida corporation

Dear Ms Brown:

Enclosed for filing as a Florida corporation are two copies of the Articles of Incorporation of WAM & COMPANY, INC.together with a copy of your letter to me dated March 3, 1998, returning the original filing. I trust that the new, changed name is distinguishable from the existing entity.

I believe your office is holding my check in the amount of \$122.50 which accompanied the original filing. After completion of the filing process, please certify a copy and return to me at the above address.

Thank you for your assistance.

Very truly yours,

189,2544,2551,3550 N98—4643



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 3, 1998

JOHN J. HINES 849 EAST COAST DRIVE ATLANTIC BEACH, FL 32233

SUBJECT: WAM!, INC.

Ref. Number: W98000004643

We have received your document for WAM!, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown Document Specialist

Letter Number: 598A00011637

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ARTICLES OF INCORPORATION

WAM & COMPANY, INC.

ARTICLE I - NAME

The name of the corporation is WAM & COMPANY, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common capital stock, all of which shall be of the par value of One Dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

The shareholders shall have no preemptive rights with respect of any shares of stock to be issued by the corporation.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 849 East Coast Drive, Atlantic Beach, Florida 32233, and the name of its initial registered agent at such address is John J. Hines.

ARTICLE VII - PRINCIPAL OFFICE

The principal office of this corporation is 806 Third Street, Neptune Beach, Florida 32266, which is its mailing address.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation shall be one (1), and the name and address of the person who is to serve as the initial member thereof is:

Cheryl Hayes

806 Third Street, Neptune Beach, Florida 32266.

of

ARTICLE IX - INCORPORATOR

The name of the incorporator is John J. Hines, 849 East Coast Drive, Atlantic Beach, Florida 32233.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of March 1998.

John J. Hines



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That WAM & COMPANY, INC.desiring to organize or qualify under the laws of the State of Florida has named John J. Hines, located at 849 East Coast Drive as its agent to accept service of process within Florida.

INCORPORATOR

3/10/98

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, John J. Hines agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

John J. Hines

Date