

P98000039320



ACCOUNT NO. : 072100000032

REFERENCE : 801572 148904A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 30, 1998

ORDER TIME : 9:54 AM

ORDER NO. : 801572-005

CUSTOMER NO: 148904A

CUSTOMER: Mr. Dennis L. Reeber
REEBER & LIVIGNE ASSOCIATES,
INC.
2185 N. Powerline Road, S.w.

Pompano Beach, FL 33069-1206

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 3:01

DOMESTIC FILING

NAME: WDS, INC.

000002506540--0
-04/30/98--01052--013
****122.50 ****122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
98 APR 30 AM 11:28
DEPARTMENT OF
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 3:01

ARTICLES of INCORPORATION
OF
WDS, INC.

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:

WDS, INC.

The principal place of business of this corporation shall be 2540 Harbour Cove Drive, Fort Pierce, Florida 34949; and the mailing address 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 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2540 Harbour Cove Drive Fort Pierce, Florida 34949; and the initial registered agent of the corporation is Jason Weinrich.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The name and street address of the initial members of the Board of Directors are:

Jason Weinrich, Director
2540 Harbour Cove Drive
Fort Pierce, Florida 34949

Jim Dempsey, Director
2540 Harbour Cove Drive
Fort Pierce, Florida 34949

Timothy Shea, Director
940 5th Drive
Vero Beach, Florida 32960

ARTICLE VII. INCORPORATORS

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

Jason Weinrich, President
2540 Harbour Cove Drive
Fort Pierce, Florida 34949

Jim Dempsey, Vice President
2540 Harbour Cove Drive
Fort Pierce, Florida 34949

Timothy Shea, Vice President
940 5th Drive
Vero Beach, Florida 32960

Krista Weinrich, Secretary/Treasurer
2540 Harbour Cove Drive
Fort Pierce, Florida 34949

Tisha Murray- Shea, Vice President
940 5th Drive
Vero Beach, Florida 32960

ARTICLE VIII. PRIVATE PROPERTY

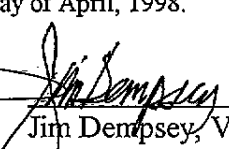
The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

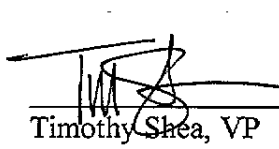
ARTICLE IX. INDEMNITY

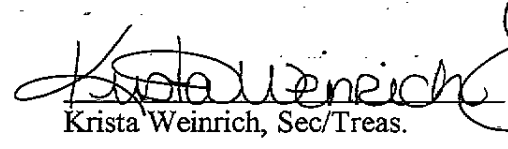
This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

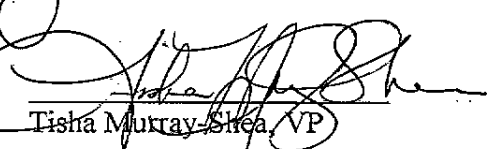
IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 20th day of April, 1998.


Jason Weinrich, President


Jim Dempsey, VP


Timothy Shea, VP


Krista Weinrich, Sec/Treas.

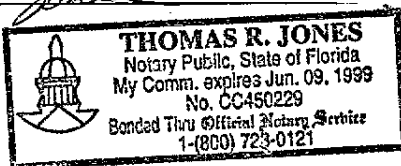

Tisha Murray-Shea, VP

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Jason Weinrich, Jim Dempsey, Timothy Shea, Krista Weinrich, & Tisha Murray-Shea Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th of April, 1998.

Thomas R. Jones
NOTARY PUBLIC



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 3:01

ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of WDS, INC. made in the foregoing

Articles of Incorporation.

Jason Weinrich
Jason Weinrich, President DATE *April 28, 98*