

July 1, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300002592633--5
-07/20/98--01023--015
*****78.75 *****78.75

SUBJECT: W.F. Daniels Group, Inc.

Enclosed is an original and one copy of the articles of incorporation for W.F. Daniels Group, Inc., and a check for \$78.75 for the filing fee, plus a certificate.

FROM: Jill L. Carey
P.O. Box 593795
Orlando, FL 32859-3795
(407) 761-5471
(407) 306-0750 - 2:11pm @ 7/21/98. NO answer

Jill
AUTHORIZATION BY PHONE TO _____ GAVE
CORRECT *Delete Article II* FIC Names
DATE *7-21-98 @ 2:15*
DOC. EXAM *D. Callaway*

FILED
98 JUL 20 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

21 1998
[Signature]

ARTICLES OF INCORPORATION

W.F. Daniels Group
P.O. Box 593795
Orlando, FL 32859-3795
(407) 306-0750
EIN# 59-3510404

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98 JUL 20 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purposes of forming a corporation and doing business under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I — NAME

The name of the corporation shall be:

W.F. Daniels Group, Inc.

ARTICLE II — PRINCIPAL OFFICE

The principal place of business shall be:

*5855 Sundown Circle, No. 717
Orlando, FL 32822
(407) 306-0750
FAX (407) 306-0724*

The corporation's mailing address shall be:

*P.O. Box 593795
Orlando, FL 32859-3795*

ARTICLE III — SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

4 (four) Class A

ARTICLE IV — INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida address of the initial registered agent is:

Jill L. Carey, 5855 Sundown Circle, No. 717, Orlando, FL 32822

ARTICLE V — INCORPORATOR

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

Jill L. Carey, 5855 Sundown Circle, No. 717, Orlando, FL 32822

ARTICLE VI — DIRECTORS / OFFICERS

The names and addresses of the corporation's directors and/or officers are:

President / CEO / Chairman:

*William F. Daniels
2090 W. Robinson St.
Hernando, MS 38632*

Vice President / CFO / Vice Chair:

*Jill L. Carey
5855 Sundown Circle, No. 717
Orlando, FL 32822*

ARTICLE VII — METHOD OF BUSINESS

The corporation shall operate as an "S" corporation under the provisions of Florida State Tax law.

ARTICLE VIII — SHAREHOLDERS

Shares shall be held as follows, by the individuals listed below. Ownership of said shares does not extend to spouses and/or other family members or children of said existing shareholders. The sale and/or transfer of any and/or all or portions of said shares shall only be acceptable and valid when approved in writing by all directors/officers and shareholders.

William F. Daniels	2 shares	Class A
Jill L. Carey	2 shares	Class A

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TALLAHASSEE, FLORIDA

Jill L. Carey
Signature / Incorporator

July 1, 1998
Date

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 the 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.

Jill L. Carey
Signature / Registered Agent

July 1, 1998
Date