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Florida Department of State

Division of Corporations

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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
9-3-98

FLORIDA PROFIT CORPORATION OR P.A.

WOODART II, INC.

Spoke w/ Vivian -
She said - These people in this Corp -
are the new -
owners of woodart,
cnc

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
WOODART II, INC.

Article II. Address

The mailing address of the Corporation is:
WOODART II, INC.
1309 SE 5th Ave.
Crystal River FL 34429 CITRUS

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
George J. Dluhy
1309 SE 5th Ave.
Crystal River FL 34429

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
George J. Dluhy

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

A. J. Blake | FL Bar Member 63363
Blake Law Company
PO Box 2727
Crystal River FL 34428-2727
352-563-5411

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

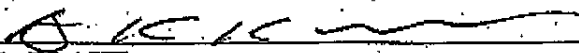
The name and address of the incorporator is:

A. J. Blake
Blake Law Company
PO Box 2727
Crystal River FL 34423-2727

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 3, 1998.

The undersigned incorporator executed these Articles of Incorporation on September 4, 1998.


A. J. BLAKE
by G.K. Kuroda as attorney-in-fact

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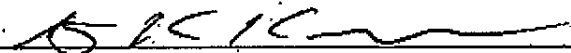
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
WOODART II, INC.

REGISTERED AGENT/OFFICE:
George J. Dluhy
1309 SE 5th Ave.
Crystal River FL 34429

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


GEORGE J. DLUHY
by G.K. Kuroda as attorney-in-fact

Date: September 4, 1998.

A. J. Blake | FL Bar Member 63363
Blake Law Company
PO Box 2727
Crystal River FL 34423-2727
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