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To: Division of Corporations
Fax Number : (850) 487-6013

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

J.W.P. AND ASSOCIATES, INC.

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ARTICLES OF INCORPORATION

OF

J.W.P. and Associates, Inc.

These Articles are in compliance with Chapter 607, F.S.

ARTICLE I

The name of this corporation shall be: J.W.P. and Associates, Inc.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 6117 Spinaker Loop, Lady Lake, Florida 32159.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000 having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER STREET, #200, MIAMI, FLORIDA 33135 (305)541-3694

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: Jack B. Gerber, P.A., 9400 South Dadeland Blvd., Suite PH-5, Miami, Florida 33156.

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who is(are) to serve as an initial director(s) is(are):

James Pope
Director
6117 Spinaker Loop
Lady Lake, Florida 32159

Gustavo Huarto
Director
6117 Spinaker Loop
Lady Lake, Florida 32159

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 28th day of October, 1998.

Ray Stormont
Incorporator
Ray Stormont/President
Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
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.

First that J.W.P. and Associates, Inc.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation has named Jack B. Gerber, P.A.
(Name of Registered Agent)
located at 9400 South Nadeland Blvd, #105
City of Miami County of Dade
(City) (County)

State of Florida, as its agent to accept service of process within this state.

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.

SIGNATURE Jack B Gerber, Pres