

P98000105667

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Wexford Group
Inc

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-12/10/98--01012--005

*****70.00 *****70.00

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: Cy

12/9
Date

3:44
Time

Name _____

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

98 DEC 21 PM 3:06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

R. Purinton DEC 21 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 10, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: THE WELLINGTON GROUPE, INC.
Ref. Number: W98000027674

We have received your document for THE WELLINGTON GROUPE, INC. and your check(s) totaling \$70.00. 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.

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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 198A00058334

**ARTICLES OF INCORPORATION
OF
THE Wexford GROUPE, INC.**

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 PM 3:06

**ARTICLE I
Name**

The name of this corporation is The Wexford Groupe, Inc.

**ARTICLE II
Principal Office**

The principal office of the corporation shall be 8460 Stables Road, Jacksonville, Florida 32256.

**ARTICLE III
Duration**

The corporation shall have perpetual existence.

**ARTICLE IV
Purposes and Powers**

The nature and purposes of the business to be carried on by THE Wexford GROUPE, INC., are to engage in the operation of any lawful business and any activity or business permitted under the laws of the United States and of the State of Florida.

The corporation shall have all powers of a general corporation for profit under chapter 607, Florida Statutes, or any amendment thereto.

**ARTICLE V
Capital Stock**

The maximum number of shares of capital stock which this corporation is authorized to issue or to have outstanding at any one time is 1,000 shares of common capital stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation 8460 Stables Road, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation is Jennifer Ware, 8460 Stables Road, Jacksonville, Florida 32256.

ARTICLE VII
Exercise of Corporate Power

All corporate powers, including setting officers' salaries, shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed by the Board of Directors as provided in the By-Laws. The initial Board of Directors shall consist of one director and the initial director will be:

Jennifer Ware
8460 Stables Road
Jacksonville, Florida 32256

ARTICLE VIII
Incorporator

The name and address of individuals signing these Articles are:

Jennifer Ware
8460 Stables Road
Jacksonville, Florida 32256

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X
Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the extent permitted by law.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

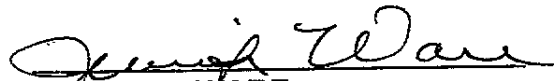
ARTICLE XII
Restriction on Transfer of Shares

No shareholder shall transfer or encumber his shares during his lifetime to any person not a shareholder in the corporation unless the transferring shareholder first obtains in writing the unanimous consent of the remaining shareholders.

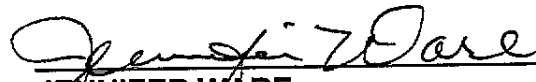
ARTICLE XIII
Effective Date

These Articles of Incorporation shall become effective on the date they are accepted and filed by the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 8th day of December, 1998.


JENNIFER WARE
Incorporator

I hereby am familiar with and accept the duties and responsibilities of Resident Agent.


JENNIFER WARE
RESIDENT AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
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