

Webster Allen Group, Inc.

8437 Tallahassee Drive
St. Petersburg, Florida 33702

727.578.8871 Telephone
727.579.3972 Fax

P9900000 7585

January 25, 1999

Beth Register
Department of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

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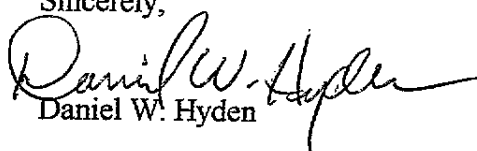
Dear Ms. Register:

Enclosed are documents to register the Webster Allen Group, Inc. as a for profit corporation in Florida. You may remember, from our telephone conversation, that another identical application was sent by regular mail on January 24, 1999.

We need to have our corporate name recognized and listed by the Division of Corporations in order to proceed with bank financing. Please contact us if you need additional information.

I appreciate any assistance you may give in this matter.

Sincerely,


Daniel W. Hyden

encl.

FILED
99 JAN 26 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTER JAN 26 1999

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

WEBSTER ALLEN GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8437 TALLAHASSEE DR. N.E.
ST. PETERSBURG, FLORIDA 33702

ARTICLE III SHARES

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

ONE HUNDRED THOUSAND (100,000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

DANIEL W. HYDEN
8437 TALLAHASSEE DR. N.E.
ST. PETERSBURG, FLORIDA 33702

ARTICLE V INCORPORATOR

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

DANIEL W. HYDEN
8437 TALLAHASSEE DR. N.E.
ST. PETERSBURG, FLORIDA 33702

Daniel W. Hyden
Signature/Incorporator

JANUARY 25, 1999
Date

(An additional article must be added if an effective date is requested.)

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

Daniel W. Hyden
Signature/Registered Agent

JANUARY 25, 1999
Date

FILED
99 JAN 26 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA