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ALEXIS PARKER  
ATTORNEY AT LAW  
2021 HENDRY, SUITE 101  
FORT MYERS, FLORIDA 33901

(941) 337-0078

February 2, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

700002763547-6  
-02/03/99-01052-015-6  
\*\*\*122.50 \*\*\*\*\*78.75

RE: Articles of Incorporation

Dear Sir/Madam:

Please process the enclosed Articles of Incorporation for William & Waddell, Inc. The original Articles, one copy, and a check for \$122.50 are included.

Please send the certified copy and acknowledgment to the above address via Federal Express. I have enclosed a prepaid Federal Express envelope.

Thank you for your kind attention.

Sincerely,



Alexis Parker

AAP/af

Enclosures

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 10:25

AL Parker FEB - 5 1999

ARTICLES OF INCORPORATION  
OF  
WILLIAM & WADDELL, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 FEB -3 AM 10:25

ARTICLE I

**Name**

The name of the corporation is William & Waddell, Inc.

ARTICLE II

**Duration**

The period of existence of the corporation is perpetual.

ARTICLE III

**Principal Office and Mailing Address**

The principal place of business of the corporation is at 1291 Claret Court, Fort Myers, FL 33919. The mailing address of the corporation is the same.

ARTICLE IV

**Registered Office and Registered Agent**

The initial registered office is at 1291 Claret Court, Fort Myers, FL 33919. The name of the initial registered agent at that address is Todd Nugent.

ARTICLE V

**Authorized Shares**

The corporation is authorized to issue 100,000 shares of common stock.

ARTICLE VI

**Directors**

The initial board of directors shall consist of 1 member. The names and addresses of the members of the first board of directors are:

Todd Nugent  
1291 Claret Court  
Fort Myers, FL 33919

ARTICLE VII

**Incorporators**

The name and address of the incorporator is Alexis Parker,  
2021 Hendry Street, Ft. Myers, Florida 33901.

IN WITNESS WHEREOF, I have executed these articles of  
incorporation this 2<sup>nd</sup> day of February, 1999.

  
\_\_\_\_\_  
Alexis Parker

CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is William & Waddell, Inc.
2. The address of the registered office is 1291 Claret Court, Fort Myers, FL 33919.
3. The name of the registered agent at the registered office is Todd Nugent.

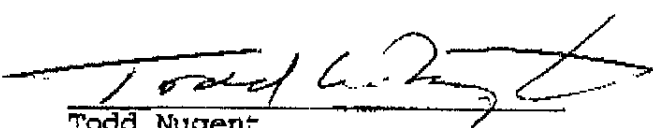
Dated: 2/2/99

William & Waddell, Inc.

  
Alexis Parker, Incorporator

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 2-2-99

  
Todd Nugent

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CLERK OF STATE  
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