

P990000 16647

LETTER OF TRANSMITTAL

February 17, 1999

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

RE SUBJECT: WYNELLE C. ARNOLD, INC.
(Proposed Corporate Name)

800002781308-0
-02219/99--01103--007
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the Articles of Incorporation and a money order for \$70.00

FROM: B. P. Moore
B & B Accounting
1350 NW 141 Street
Okeechobee, FL 34972

TELE 941-467-5058
FAX 941-467-9502

FILED
99 FEB 19 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Should you have any questions, please do not hesitate to call.

B. BROCK FEB 22 1999

ARTICLES OF INCORPORATION

OF
WYNELLE C. ARNOLD, INC.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A
CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO
HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

THE NAME OF THE CORPORATION IS:

WYNELLE C. ARNOLD, INC.

ARTICLE II

THE DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE III

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS
ORGANIZED ARE:

1.) TO SUCH EXTENT AS A CORPORATION ORGANIZED UNDER
THE BUSINESS CORPORATION LAW OF THIS STATE MAY NOW OR HERE-
AFTER LAWFULLY DO, TO DO, EITHER AS PRINCIPAL OR AGENT AND
EITHER ALONE OR IN CONNECTION WITH OTHER CORPORATIONS, FIRMS,
OR INDIVIDUALS ALL AND EVERYTHING NECESSARY, SUITABLE,
CONVENIENT, OR PROPER FOR, OR IN CONNECTION WITH, OR INCIDENT TO,
THE ACCOMPLISHMENT OF ANY OF THE ATTAINMENT OF ANY MORE
OF THE OBJECTS HEREIN ENUMERATED, OR DESIGNED DIRECTLY OR
INDIRECTLY TO PROMOTE THE INTERESTS OF THIS CORPORATION OR TO
ENHANCE THE VALUE OF ITS PROPERTIES; AND IN GENERAL TO DO
ANY AND ALL THINGS AND EXERCISE ANY AND ALL POWERS, RIGHTS,
AND PRIVILEGES WHICH A CORPORATION MAY NOW OR HEREAFTER BE
ORGANIZED TO DO OR TO EXERCISE UNDER THE BUSINESS CORPORATION
LAW OF THIS STATE OR UNDER ANY ACT AMENDATORY THEREOF,
SUPPLEMENTAL THERETO, OR SUBSTITUTED THEREFORE.

2.) TO DO SUCH THINGS THAT ARE INCIDENTAL TO THE
FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH
THE FOREGOING.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS FIVE HUNDRED (500). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE \$1.00 PAR VALUE.

EVERY SHAREHOLDER, UPON SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

THE CORPORATION IS AUTHORIZED TO ISSUE ONLY ONE CLASS OF STOCK, AND ALL ISSUED STOCK SHALL BE HELD OF RECORD BY NOT MORE THAN THIRTY-FIVE (35) PERSONS. STOCK SHALL BE ISSUED AND TRANSFERABLE ONLY TO NATURAL PERSONS WHO ARE NOT NONRESIDENT ALIENS.

ARTICLE V

THE ADDRESS OF THE INITIAL REGISTERED OFFICE IS:
8750 N.W. 144TH TRAIL, OKEECHOBEE, FL 34972
THE NAME OF ITS INITIAL RESIDENT AGENT IS: **WYNELLE C. ARNOLD**
8750 M.W. 144TH TRAIL
OKEECHOBEE, FL 34972

ARTICLE VI

THE DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS: **WYNELLE C. ARNOLD**
8750 N.W. 144TH TRAIL, OKEECHOBEE, FL 34972

ARTICLE VII

DIRECTORS - REMOVAL BY STOCKHOLDERS. THE STOCKHOLDERS SHALL HAVE THE RIGHT AT ANY REGULAR MEETING, OR AT ANY SPECIAL MEETING CALLED FOR SUCH PURPOSE, TO REMOVE ANY DIRECTOR OF THE CORPORATION WITH OR WITHOUT CAUSE.

ARTICLE VIII

DIRECTORS - INDEMNIFICATION. THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX

STOCKHOLDER'S - MEETING. THE PRESENCE, AT ANY STOCKHOLDER'S MEETING, IN PERSON OR BY PROXY, OF PERSONS ENTITLED TO VOTE ALL OF THE SHARES OF THE CORPORATION THEN ISSUED AND OUTSTANDING SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS.

THE AFFIRMATIVE VOTE OF THE OUTSTANDING SHARES OF THE CORPORATION SHALL BE CONSIDERED THE ACT OF THE STOCKHOLDERS.

ARTICLE X

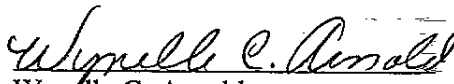
DIRECTORS - MEETINGS. ALL OF THE AUTHORIZED NUMBER OF DIRECTORS SHALL CONSTITUTE A QUORUM OF THE BOARD OF DIRECTORS FOR THE TRANSACTION OF BUSINESS.

THE CONSENT OF ALL THE DIRECTORS SHALL BE REQUIRED TO CONSTITUTE ANY ACT OR DECISION OF THE BOARD OF DIRECTORS.

ARTICLE XI

THE NAME AND ADDRESS OF THE INCORPORATOR IS:
WYNELLE C. ARNOLD, 8750 N.W. 144TH TRAIL, OKEECHOBEE, FL 34972

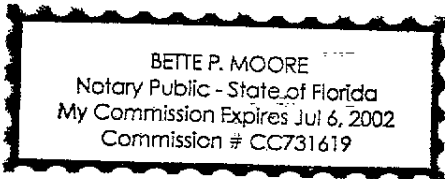
EXECUTED BY THE UNDERSIGNED AT OKEECHOBEE, FLORIDA
ON THIS 17th OF February 1999.


Wynelle C. Arnold

STATE OF FLORIDA
COUNTY OF OKEECHOBEE:

BEFORE ME THE UNDERSIGNED AUTHORITY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGMENTS PERSONALLY APPEARED Wynelle C. Arnold ON THE 17th DAY OF February 1999, AND WHO AFTER BEING DULY CAUTIONED AND SWORN DEPOSED AND STATED THAT THEY EXECUTED THE SAME FOR THE PURPOSE EXPRESSED THEREIN.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 17th DAY OF February 1999.



Bette Moore
NOTARY PUBLIC

CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE

WYNELLE C. ARNOLD, HEREBY AGREES TO BE THE RESIDENT AGENT FOR:

WYNELLE C. ARNOLD, INC.

AND FURTHER HEREBY AGREES TO ACCEPT ANY AND ALL CORRESPONDENCE DIRECTED TO SAID CORPORATION ADDRESSED TO THE REGISTERED OFFICE AT:

8750 N.W. 144TH TRAIL
OKEECHOBEE, FL 34972

99 FEB 19 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Wynelle C. Arnold
WYNELLE C. ARNOLD