

**BMM&W**

BRANT, MOORE, MACDONALD & WELLS, PA.

P990000018976

**ATTORNEYS AND COUNSELLORS**

50 North Laura Street • Suite 3100  
Jacksonville, Florida 32202

Scott L. Glazier  
Direct: 798-0123 Ext. 3316  
slglazier@bmmw-law.com

February 24, 1999

Corporate Division  
Department of State  
George Firestone Building  
Post Office Box 6327  
Tallahassee, Florida 32314

409 East Gaines Street  
Tallahassee, Florida 32399

Re: WEFJ - Wealth Management Consultants, Inc.

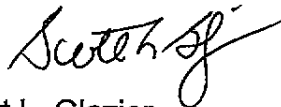
600002787806--9  
-02/25/99--01094--009  
\*\*\*122.50 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Incorporation for the above referenced corporation. We have also enclosed our firm's check in the amount of \$122.50 to cover the cost of filing fee. We would appreciate your filing the Articles of Incorporation immediately upon receipt and returning a certified copy of the filing to our office.

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

Very truly yours,



Scott L. Glazier

SLG/r/p  
Enclosures

140577.1

FILED  
99 FEB 25 AM 11:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ajc  
3/1

ARTICLES OF INCORPORATION  
OF  
WEFJ WEALTH MANAGEMENT CONSULTANTS, INC.

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 FEB 25 AM 11:00

FILED

ARTICLE I - NAME

The name of this Corporation is WEFJ Wealth Management Consultants, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is Baywood Center, 9428 Baymeadows Road, Suite 230, Jacksonville, Florida 32256. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

C. Kevin Jackson  
Baywood Center  
9428 Baymeadows Road, Suite 230  
Jacksonville, Florida 32256

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

C. Kevin Jackson  
Baywood Center  
9428 Baymeadows Road, Suite 230  
Jacksonville, Florida 32256

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

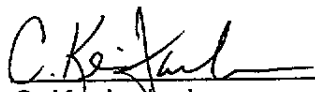
The street address of the initial registered office of this Corporation is 50 N. Laura Street, Suite 3100, Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Brant, Moore, Macdonald & Wells, P.A.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)  
C. Kevin Jackson  
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for WEFJ Wealth Management Consultants, Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

BRANT, MOORE, MACDONALD & WELLS, P.A.

By: Scott L. Glazier  
Scott L. Glazier  
Its: Vice President

FILED  
99 FEB 25 AM 11:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA