

P990000023916

CAPITAL CONNECTION, INC.

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

WES Real Estate, Inc.

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DIVISION OF CORPORATION

- ✓ Art of Inc. File _____
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____ 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 _____
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____ Driving Record _____
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Signature _____

Requested by: _____

Name _____

Date _____

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ARTICLES OF INCORPORATION OF

WES REAL ESTATE, INC.

A FLORIDA CORPORATION

ARTICLE I - NAME

The name of this corporation is WES REAL ESTATE, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be conducted and created by this corporation is :

1. To invest in or engage in any business requiring the owner to own and hold licenses, permits or franchises in connection therewith, and to own and hold same.
2. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation of this State, or any other state or government, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.
3. To purchase, hold, sell and transfer shares of its own capital stock, provided that shares of its own capital stock owned by the Corporation shall not be voted upon directly or indirectly, nor be counted as outstanding for the purpose of any stockholder's quorum or vote.
4. To conduct business, have one or more offices, and hold, purchase, mortgage and convey real property in this state, and in any of the several states, territories, possession, and dependencies of the United States, the District of Columbia and in foreign countries.
5. In any matter to acquire, utilize and to dispose of patents, copyrights, and trademarks, licenses and franchises and any rights of interest therein and thereunder.
6. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

7. To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, or any amendment thereof, or necessary or incidental to the protection and benefit of the Corporation, and in general to carry on any lawful business necessary to, or incidental to, the attainment of the objects of the Corporation, whether or not such business is similar in nature to the objects enumerated in these Articles of Incorporation, or any amendment thereof.

8. To do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and, which now are, or may be hereafter, authorized by law, and generally, and in addition to the foregoing, to have all the powers and privileges incidental to, or now or hereafter, conferred by law upon a corporation for profit in the State of Florida for the purpose of transacting any or all lawful business.

The foregoing clauses shall be construed both as objects and as powers, and it is hereby expressly provided that the foregoing enumeration of powers shall not be held to limit or restrict in any manner the powers of the Corporation, and each power and object shall be construed as if named separately and alone, and shall not be limited in any way because of the naming of any other power or object.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which the corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having no par value.

ARTICLE IV - TERM OR EXISTENCE

The corporate existence of this Corporation shall begin when these Articles of Incorporation have been approved by the Secretary of State of the State of Florida. This Corporation is to exist perpetually.

ARTICLE V - ADDRESS

The initial street address of the principal office of this Corporation in the State of Florida is WES REAL ESTATE, INC., is 6400 Manatee Avenue West, Suite L-125, Bradenton, Florida 34209. The Board of Directors may from time to time move the principal office to any other address in Florida. The Corporation shall have the power to establish branch offices and other place of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Board of Directors from time to time.

ARTICLE VI - DIRECTORS

This Corporation shall have one director. The number of directors may be increased or diminished from time to time by the bylaws of the Corporation, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTOR

The name and street address of the initial director is:

RICHARD D. SEWELL
6400 Manatee Ave. W., Suite L-125
Bradenton, Florida 34209

Said director shall hold office for the first year of the existence of the Corporation or until their successor is duly elected and has qualified.

ARTICLE VIII - INITIAL OFFICERS

The name and street address of the initial officer of this Corporation is:

RICHARD D. SEWELL, President, Secretary-Treasurer
6400 Manatee Avenue West
Bradenton, Florida 34209

Said officer shall hold office for the first year of existence of the Corporation, or until their successor is duly elected and has qualified.

ARTICLE IX - INCORPORATOR

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

RICHARD D. SEWELL
6400 Manatee Avenue West, Suite L-125
Bradenton, Florida 34209

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following person in the amount set after their names:

RICHARD D. SEWELL - 100 Shares

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 6400 Manatee Ave. W., Suite L-125, Bradenton, Florida 34209, and the name of the initial registered agent of this Corporation at that address is RICHARD D. SEWELL.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

Subscribed this the 9TH day of MARCH, 1999.

Richard D. Sewell
RICHARD D. SEWELL

STATE OF FLORIDA

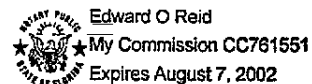
COUNTY OF MANATEE

Before me, this day personally appeared RICHARD D. SEWELL, to me personally known to be the person described in the above Articles of Incorporation of WES REAL ESTATE, INC., as subscriber, or who has produced _____ as identification and acknowledged before me that he executed and subscribed to said Articles of Incorporation, and did not take an oath.

9th Witness my hand and official seal in the County and State named above, on this the day of MARCH, 1999.

Edward O. Reid
NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT WES REAL ESTATE, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT THE CITY OF BRADENTON, STATE OF FLORIDA, HAS
NAMED RICHARD D. SEWELL, LOCATED AT 6400 Manatee Ave. W., Suite L-125,
Bradenton, Florida 34209, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA.

SIGNATURE Richard D. Sewell

TITLE : President

DATE: 3/9/99

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Richard D. Sewell

DATE: 3/9/99

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