

TO: DIV OF CORP  
PO BOX 6327  
TALLAHASSEE, FL  
32314

10-21-99

P990009381

500003004215--9  
-10/04/99-01088-007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

AS THE REGISTERED AGENT FOR  
WILLIAM & BOLIVAR, INC, I would  
like to provide you with my address  
and a phone # I can be reached  
during working hours:

SANDY L. HOLLAND  
2420 SUNRISE BLVD  
FORT PIERCE, FL 34982

FILED  
99 OCT 25 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

daytime  
weekdays (561) 466-6851

If this changes, I will advise  
you further.

8557511, 85562550  
n/99-23033

Sincerely yours,  
Sandy L. Holland.

BROWN: OCT 25 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 6, 1999

SANDY L. HOLLAND  
2420 SUNRISE BOULEVARD  
FORT PIERCE, FL 34982

SUBJECT: WILLIAM & BOLIVAR, INC.  
Ref. Number: W99000023033

We have received your document for WILLIAM & BOLIVAR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 399A00048413

**ARTICLES OF INCORPORATION**  
**of**  
**WILLIAM & BOLIVAR, INC.**

**FILED**  
**99 OCT 25 PM 4:43**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is WILLIAM & BOLIVAR, INC.:

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

2057 S U S 1  
Fort Pierce, FL 34950

**ARTICLE III**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Sandy L. Holland  
2420 Sunrise Blvd

Initials: SW a

Saint Lucie County  
Fort Pierce, FL 34982

#### ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Nydia M. William  
5407 Stork Court  
Tampa, FL 33625

Alfredo Bolivar  
5407 Stork Court  
Tampa, FL 33625

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

#### ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other

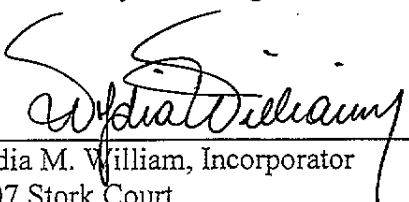
association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

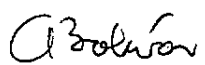
Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

#### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
Nydia M. William, Incorporator  
5407 Stork Court  
Tampa, FL 33625


  
Alfredo Bolivar, Incorporator


# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1 The name of the corporation is: WILLIAM & BOLIVAR, INC.

2. The name and address of the registered agent and office is:

SANDY L. HOLLAND  
(Name)  
2420 SUNRISE BLVD  
(P.O. Box not acceptable)  
FORT PIERCE, FL 34982  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Sandy L. Holland  
(Signature)

10-21-99  
(Date)