

P95000043132

6/02/95
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
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FAX: (904) 922-4000
FROM: BARRON, REDDING, HUGHES, FITE, BASSE
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((H95000006195))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WYBR, INC.
FAX AUDIT NUMBER: H95000006195
DATE REQUESTED: 06/02/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 3
ESTIMATED CHARGE: \$131.25
CURRENT STATUS: REQUESTED
TIME REQUESTED: 13:41:15
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073617000710

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN-02-1995 13:10

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THIS DOCUMENT PREPARED BY:
DEBRA CSIKOS
BRAE ASSET FUND, L.P.
5082 FORSYTH ROAD, SUITE E
MACON, GEORGIA 31203-2391
(912) 471-6484

FAX AUDIT #H95000006195

**ARTICLES OF INCORPORATION
OF WYBR, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

WYBR, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5082 Forsyth Road Suite E
P.O. Box 2391
Macon, GA 31203-2391

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Roland W. Kiehn
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402

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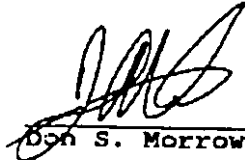
FAX AUDIT #H95000006195

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Don S. Morrow
5082 Forsyth Road Suite E
P.O. Box 2391
Macon, GA 31203-2391

The undersigned incorporator has executed these Articles of Incorporation this 25th day of May, 1995.



Don S. Morrow

FAX AUDIT #H95000006195

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:

WYBR, Inc.

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

Roland W. Kiehn
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402

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.


(signature)

6/1/95
(date)

95 JUN -2 PM 4: 25
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TALLAHASSEE, FLORIDA