

PO0000051171

BAUGHER, METTLER AND SHELTON

LAWYERS

340 ROYAL POINCIANA WAY - SUITE 340

P.O. BOX 109

PALM BEACH, FLORIDA 33480

M. F. BAUGHER (1903-1982)

THOMAS M. METTLER

JOHN W. SHELTON

FRANCIS X. J. LYNCH

TELEPHONE (561) 833-9631

FAX (561) 655-2835

FILED
00 MAY 19 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 18, 2000

FEDERAL EXPRESS

300003258783--0

-05/19/00-01096-006

****122.50 *****78.75

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: WISTERIA MANAGEMENT SERVICES, INC.

To Whom It May Concern:

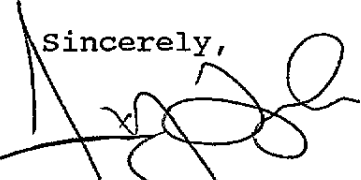
With regard to the above, enclosed please find the following:

1. duplicate originals of the Articles of Incorporation of Wisteria Management Services, Inc.,
2. this firm's check in the amount of \$122.50, and
3. a return FedEx mailer

Once the enclosed have been filed, please return one copy in the enclosed FedEx mailer.

Thank you for your assistance in this matter. Should you have any questions or comments in this regard, please feel free to contact me.

Sincerely,


FRANCIS X. J. LYNCH

FXJL/kh
Enclosures

5-24
WC

ARTICLES OF INCORPORATION

OF

WISTERIA MANAGEMENT SERVICES, INC.

FILED
00 MAY 19 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these

Articles of Incorporation provide that:

1. The name of the corporation is WISTERIA MANAGEMENT SERVICES, INC., (the "Corporation").
2. The street address (and mailing address) of the initial principal office of the Corporation is 340 Royal Poinciana Way, Suite 340, Palm Beach, FL 33480.
3. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of Common Stock, having a par value of \$0.01 per share.
4. The street address of the initial registered office of this Corporation is 340 Royal Poinciana Way, Suite 340, Palm Beach, Florida 33480 and the name of the initial registered agent of this Corporation is FRANCIS X. J. LYNCH.
5. The name and address of the person signing these Articles of Incorporation as Incorporator is FRANCIS X. J. LYNCH, 340 Royal Poinciana Way, Suite 340, Palm Beach, Florida 33480.



FRANCIS X. J. LYNCH,
Incorporator

CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for WISTERIA MANAGEMENT SERVICES, INC., as the place designated in its Articles of Incorporation. I agree to act in this capacity and to comply