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18500u

September 24, 2001

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

TWC Thirty-Two, Inc.

P01000093125

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

300004608083-1

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

09/24/01-01073-023
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ARTICLES OF INCORPORATION
OF
TWC THIRTY-TWO, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is TWC THIRTY-TWO, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 655 North Franklin Street, Suite 2200, Tampa, Florida 33602. The initial mailing address of the corporation is 655 North Franklin Street, Suite 2200, Tampa, Florida 33602.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 2200 Museum Tower, 150 West Flagler Street, Miami, Florida 33130, and the initial registered agent of this corporation at that address is Brian J. McDonough.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Brian J. McDonough	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VI - INITIAL BOARD OF DIRECTORS

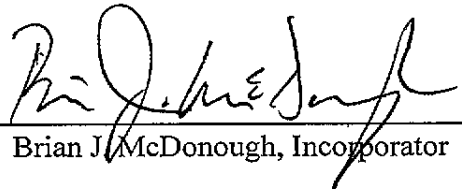
The name and street address of the sole member of this corporation's initial Board of Directors is as follows:

Jack Wilson

655 North Franklin Street
Suite 2200
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 21
day of September, 2001.

By:



Brian J. McDonough, Incorporator


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is TWC THIRTY-TWO, INC.
2. The name and address of the registered agent and office is:

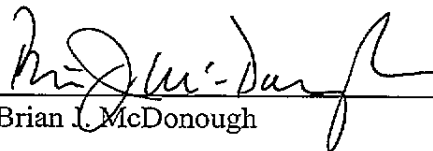
Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By: 
Brian J. McDonough, Incorporator

Dated this 21 day of September, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

By: 
Brian J. McDonough

Dated this 21 day of September, 2001