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REFERENCE : 040806 4323655
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : November 23, 1998
ORDER TIME : 11:14 AM
ORDER NO. : 040806-010
CUSTOMER NO: 4323655

CUSTOMER: Kit Russell, Legal Assistant
Annis Mitchell Cockey Edwards
Suite 2100
201 N. Franklin Street
Tampa, FL 33602

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-11/30/98-01043-026
*****78.75 *****75

FOREIGN FILINGS

NAME: URBAN WEST MANAGEMENT, INC.

*****FILE FIRST*****

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 12: 57
RECEIVED
98 NOV 30 PM 12: 12
DIVISION OF CORPORATIONS
11/30

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA.

1. URBAN WEST MANAGEMENT, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. California

(State or country under the law of which it is incorporated)

3. 59-3308046

(FEI number, if applicable)

4. March 29, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4830 West Kennedy Boulevard, Suite 740

Tampa, Florida 33609

(Current mailing address)

8. All lawful purposes

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Samuel K. Ross

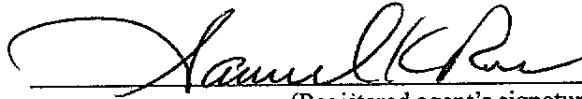
Office Address: 4830 West Kennedy Boulevard, Suite 740

Tampa, Florida, 33609

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 NOV 30 PM 12:57

A. DIRECTORS (Street address only - P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jack H. Bray

Address: 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida 33609

Director: _____

Address: _____

B. OFFICERS (Street address only - P. O. Box NOT acceptable)

President: Jack H. Bray

Address: 4830 West Kennedy Boulevard, Suite 740

Tampa, Florida 33609

Vice President: Samuel K. Ross

and Secretary

Address: 4830 West Kennedy Boulevard, Suite 740

Tampa, Florida 33609

Vice President and Assistant

Secretary: Daniel B. Green

Address: 4830 West Kennedy Boulevard, Suite 740

Tampa, Florida 33609

Vice President and

Treasurer: Dale A. West

Address: 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida

Vice President: John H. Schafer, 3 Imperial Promenade, Suite 100, Santa Ana, CA 92707

Vice President: Stephen Thurtle, 3 Imperial Promenade, Suite 100, Santa Ana, CA 92707

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____

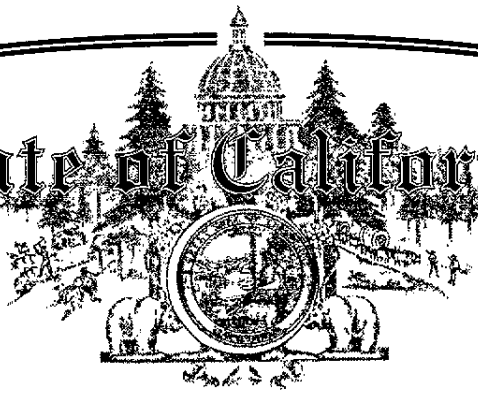
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Samuel K. Ross, Vice President

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
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98 NOV 30 PM 12:57

State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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DIVISION OF CORPORATIONS
68 NOV 30 PM 12:57

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 29th day of March, 19 95,

URBAN WEST MANAGEMENT, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

November 24, 1998



Bill Jones

Secretary of State