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*BOARD CERTIFIED CIVIL TRIAL
+ BOARD CERTIFIED BUSINESS LITIGATION

March 16, 2000

Charter Section
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

400003176314--3
-03/20/00--01115--014
*****78.75 *****78.75

Re: Western Star of Ft. Myers, Inc.

Dear Sir or Madam:

Enclosed herein please find the original and one executed copy of the Articles of Incorporation for the above referenced proposed corporation. Please file the original and return a certified copy to the undersigned.

Our firm check in the amount of \$78.75 is enclosed to cover your fees for filing, registered agent designation, and certified copy.

Thank you for your assistance in this matter.

Very truly yours,

GOLDSTEIN, BUCKLEY,
CECHMAN, RICE & PURTZ, P.A.

J. JEFFREY RICE

JJR:smd
Enclosures (as noted)

FILED
00 MAR 20 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OTHER OFFICES

CAPE CORAL
(941) 574-5575

LEHIGH ACRES
(941) 368-6101

NAPLES
(941) 262-4888

PORT CHARLOTTE
(941) 624-2393

3-27-00

ARTICLES OF INCORPORATION
OF
WESTERN STAR OF FT. MYERS, INC.

FILED
00 MAR 20 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being a duly incorporated Florida corporation, competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is WESTERN STAR OF FT. MYERS, INC., and the address of the principal office is 6772 Garland Street, Fort Myers, Florida 33912.

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of ONE DOLLAR (\$1.00) par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

TAXATION: It is intended that this corporation shall file for taxation under Subchapter S provision of the Internal Revenue Code.

ARTICLE VII

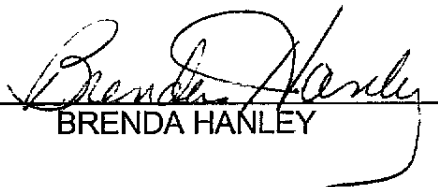
SMALL BUSINESS STOCK: It is intended that this corporation shall issue its stock under Section 1361(b)(3)(B) of the Internal Revenue Code of 1954 as amended, as a qualified Subchapter S corporation.

ARTICLE VIII

INITIAL REGISTERED AGENT AND OFFICE: The street address of the initial principal office of this corporation is 6772 Garland Street, Fort Myers, Florida 33912 and the name of the initial registered agent of this corporation is BRENDA HANLEY.

Having been named to accept service of process for WESTERN STAR OF FT. MYERS, INC., I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED BY: _____


BRENDA HANLEY

ARTICLE IX

DIRECTORS: The number of Directors shall be One (1) initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE X

INITIAL DIRECTORS: The names and addresses of the initial Directors, who, subject to the By-Laws of the Corporation, shall hold office for the first year of existence of this Corporation or until his or her successor is elected and has qualified are:

NAMES AND ADDRESSES

OFFICE

BRENDA HANLEY
6772 Garland Street
Fort Myers, Florida 33912

President

SUBSCRIBERS: The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

NAMES AND ADDRESSES

BRENDA HANLEY
6772 Garland Street
Fort Myers, Florida 33912

ARTICLE XI

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XII

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation, under the laws of the State
of Florida, this 15th day of March, 2000.

WESTERN STAR OF FT. MYERS, INC.
a Florida corporation

Marlene J. Hewins
Witness

By: Brenda Hanley
BRENDA HANLEY, PRESIDENT

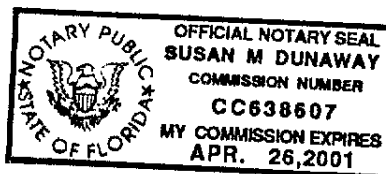
Susan M Dunaway
Witness

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 15th day of March,
2000 by BRENDA HANLEY, who is personally known to me or who has produced
_____ (type of identification).

Susan M Dunaway
Notary Public
Print Name: Susan M Dunaway
Commission No. CC638607

My Commission Expires:
4-26-2001



(SEAL)