

CSC

02000087965

ACCOUNT NO. : 072100000032

REFERENCE : 704452 4311473

AUTHORIZATION : Patricia Pignata

COST LIMIT : \$ 78.75

ORDER DATE : August 14, 2002

ORDER TIME : 10:07 AM

ORDER NO. : 704452-005

900007114258--1

CUSTOMER NO: 4311473

CUSTOMER: Ms. Jackie Gerstenfeld
Stearns Weaver Miller Weissler
Alhadeff & Sitterson, P.a.
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: TWC SEVENTY-ONE, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS:

RECEIVED
02 AUG 14 PM 12:55
DIVISION OF CORPORATION

FILED
02 AUG 14 PM 1:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
TWC SEVENTY-ONE, INC.**

FILED
02 AUG 14 PM 1:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is TWC SEVENTY-ONE, 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

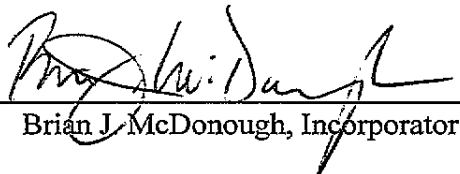
ARTICLE VI - INITIAL BOARD OF DIRECTORS

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 12th day of August, 2002.

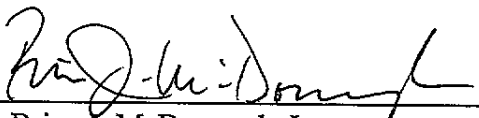
By: 
Brian J. McDonough, Incorporator

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.

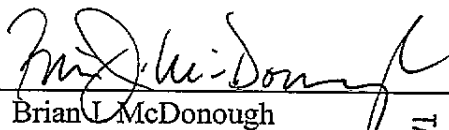
1. The name of the corporation is TWC SEVENTY-ONE, INC.
2. The name and address of the registered agent and office is:

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

By: 
Brian J. McDonough, Incorporator

Dated this 14th day of August, 2002

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 L. McDonough

Dated this 14th day of August, 2002

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FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA