

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

800-342-8086

P95000016296

95 FEB 27 PM 4:27

DIVISION OF REGISTRATION

ACCOUNT NO. : 072100000032

REFERENCE : 549467 81445A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 27, 1995

ORDER TIME : 3:41 PM

ORDER NO. : 549467

CUSTOMER NO: 81445A

CUSTOMER: C. Guy Batzel, Esq
BATSEL MCKINLEY ITTERSAGEN &
GUNDERSON, PA
Suite 104
1861 Placida Road
Englewood, FL 34223

800001416598
-02/28/95--01006--003
****122.50 ****122.50

DOMESTIC FILING

P95000016296

NAME: CHARLOTTE'S WEB OF PORT
CHARLOTTE, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

TM
2-28-95
02/A

FILED
95 FEB 27 AM 10:31
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CHARLOTTE'S WEB OF PORT CHARLOTTE, INC.

FILED
95 FEB 27 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is CHARLOTTE'S WEB OF PORT CHARLOTTE, INC., a Florida corporation, and the principal office is located at 459 Tarytown, Port Charlotte, Florida 33952.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be c/o Batsel, McKinley, Ittersagen, Gunderson & Berntsson, P.A., 1861 Placida Road, Suite 104, Englewood, Florida 34223. The name of the initial registered agent at such address is C. Guy Batsel.

ARTICLE 6. - DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than two nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

Mary Hock	459 Tarytown Port Charlotte, Florida 33952
Joseph Candiano	18550 Briggs Circle Port Charlotte, Florida 33948
Renee Candiano	18550 Briggs Circle Port Charlotte, Florida 33948

ARTICLE 8. - INCORPORATORS

The name and post office address of the incorporator of this corporation is:

C. Guy Batsel

1861 Placida Road, Suite 104
Englewood, FL 34223

ARTICLE 9. - 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 stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this 16 day of February, 1995.

Witnesses:

Susan C. Ste L.
Diana Scavone

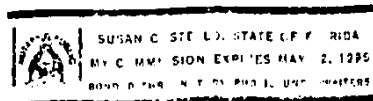
C. Guy Batsel
C. Guy Batsel

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, C. GUY BATSEL, who is personally known to me and who did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Englewood, said County and State, this 16 day of February, 1995.

Susan C. Ste L.
Notary Public
My commission expires:



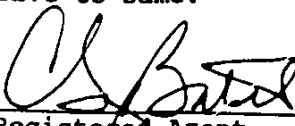
CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CHARLOTTE'S WEB OF PORT CHARLOTTE, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated C. GUY BATSEL, whose street address is 1861 Placida Road, Suite 104, Englewood, Florida 34223, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Registered Agent

10455a01

FILED
95 FEB 27 AM 10:31
SECRET
TALLAHASSEE, FLORIDA