



BECKER & POLIAKOFF, P.A.

BOCA RATON* CLEARWATER DAYTONA BEACH* FORT MYERS HOLLYWOOD MELBOURNE* MIAMI NAPLES ORLANDO
PORT CHARLOTTE* ST. PETERSBURG SAKASOGA STUART* TALLAHASSEE TAMPA WEST PALM BEACH

JOHN A. BARNETT
ALAN S. BARNETT
ROBERT J. BARNETT
ALAN L. BARNETT
ANDREW A. BARNETT
DAVID S. BARNETT
SARAH A. BARNETT
JOHN C. BARNETT
ALAN M. BARNETT
JIM H. BARNETT
ROBERT L. BARNETT
STEVEN H. BARNETT
ROBERT H. BARNETT
MARTIN G. BARNETT
ROBERT G. BARNETT, JR.
CHRIS M. BARNETT
DAVID H. BARNETT
FELIX G. BARNETT
DEBRA A. BARNETT
ROBERT B. BARNETT
JOHN E. BARNETT
BARBARA E. BARNETT
MICHAEL K. BARNETT
PAUL L. BARNETT
BRIAN L. BARNETT
KIMBERLY L. BARNETT
NORMA E. BARNETT
DAVID D. BARNETT
ALAN R. BARNETT
KATHLEEN M. BARNETT
LARA Y. BARNETT
C. JOHN BARNETT
HOWARD D. BARNETT
JULIA J. BARNETT
STEVEN M. BARNETT
RONA M. DE LA CAMERA
JAMES R. DE LA CAMERA
RICHARD J. DE LA CAMERA
JENNIFER BARNETT
CHRIS ALAN BARNETT
STEVEN M. BARNETT
SARAH A. BARNETT
MARTIN G. BARNETT
DORLETA M. BARNETT
JAN R. BARNETT
HELENA GUTIERREZ MALDONADO
GRACE N. BARNETT
JAN MARCENA
EVELYN M. BARNETT
PETER C. BARNETT
PETER A. BARNETT
BRIAN L. BARNETT
DAVID H. BARNETT
ROBERT E. BARNETT
ROBERT BARNETT
HARRISON SAN ROMAN
L. BRUCE BARNETT
SARAH J. BARNETT
DAVID J. BARNETT
MICHAEL R. BARNETT
LARA SIMPSON WOODS
ANNE E. BARNETT

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West Palm Beach, FL 33401
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Landscape Architecture Park
1111 S. US Highway 1
Fort Lauderdale, FL 33312-6525
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Toll Free: (800) 432-1112

BRITAIN

West Palm Beach

March 14, 1995

ENCLOSURE 149051133
-03/22/95-11038-022
****122.50 ****122.50

VIA FEDERAL EXPRESS

Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301
Attention: Bureau of Corporate Records

RE: C.W. Services, Inc.

Dear Ms. Eldridge:

Enclosed herewith please find an executed original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the applicable filing fees required, (\$35.00), certified copy (\$52.50), and Registered Agent Designation (\$35.00) for C.W. Services, Inc. Please return a certified copy to me in the enclosed federal express envelope.

Thank you for your cooperation with the enclosed corporate filing.

Sincerely,

Terri A. Giorgio
Terri A. Giorgio
Legal Assistant

File 3/10/95

OF COUNSEL
MARION JAFFE
ALAN B. KONIG
CAROL PETERSON
J. DAVID PERS
CHARLES N. TILGNER
GEOFFREY WEDBURN
DIEGO C. ASIMPO, CONSULTANT
FORMER U.S. AMBASSADOR TO
COLOMBIA AND BRAZIL

OTHER OFFICES
PANGLOSS, THE CATCH REPAIRS
GUANGZHOU, CHINA
MEXICO CITY, MEXICO*

*NOT ADMITTED IN FLORIDA
*AVAILABLE FOR CONSULTATION
BY APPOINTMENT

/tag
enclosures
cc: Mr. Carl W. Woods (w/enclosures)

DMC
3/20/95

**ARTICLES OF INCORPORATION
OF
C.W. SERVICES, INC.**

FILED

90 MAR 17 11:53

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

ARTICLE I. NAME

The name of the Corporation shall be C.W. SERVICES, INC. The principal place of business shall be 2704 RICHARD ROAD, LAKE PARK, FLORIDA 33403.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock having a par value of \$0.01 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation is 2074 RICHARD ROAD, LAKE PARK, FLORIDA 33403 and the name of the initial registered agent of the Corporation at that address is CARL W. WOODS.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. DIRECTORS


This Corporation shall have one Director initially. The name and address of the initial member of the Board of Directors is:

CARL W. WOODS
2074 RICHARD ROAD
LAKE PARK, FLORIDA 33403

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is CARL W. WOODS, 2074 RICHARD ROAD, LAKE PARK, FLORIDA 33403.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 14 day of March, 1995.


CARL W. WOODS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FEB 17 1968
MAR 17 AM 11:50
TALLAHASSEE, FLORIDA

The following is submitted in accordance with the requirement of Chapter 48.091 Florida Statutes: C.W. SERVICES, INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 2074 RICHARD ROAD, LAKE PARK, PALM BEACH COUNTY, FLORIDA 33403, has named CARL W. WOODS, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statute, relative to keeping open said office.


CARL W. WOODS



LAW OFFICES

BECKER & POLIAKOFF, P.A.

BUCA RATON* CLEARWATER DADECO BEACH* FORT MYERS HOLLYWOOD* MELBOURNE* MIAMI
NAPLES ORLANDO
PORT CHARLOTTE* ST. PETERSBURG SARASOTA SEVIPT* TALLAHASSEE TAMPA WEST PALM BEACH

Greg A. Becker
Allen E. Becker
Robert J. Meyer
Allen E. Meyer
Andrew A. Kasper
David S. Kasper
James A. Weber
Gregory C. Weber
Arthur M. Teller
Lee H. Teller
Robert C. Teller
Steven B. Teller
Ronald H. Teller
Michael G. Allen
Donald O. Becker, Jr.
Christopher M. C. C. C. C.
David H. Teller
Elizabeth H. Teller
Dennis A. Hays
Kenneth S. Davidson
Jeffrey E. Adams
Howard L. Kasper
Michael K. Zivich
Paul E. Weiss
Robert J. Teller
Kenneth E. Becker
Nancy E. Becker
Dorothy D. Becker
Andrew K. Becker
Kathleen M. Becker
Lisa V. Choi
C. John Christensen
Howard D. Cohen
Julia J. Cohen
Steven M. Davis
Rosa M. De La Camara
James R. De La Camara
Randy J. De La Camara
Jennifer E. De La Camara
Chris Alan Decker
Steven M. Fair
Simon E. Fair
Marilyn Kasper
Elizabeth M. Kasper
Jan Kasper
Heather G. Kasper
Grace N. Kasper
Jan Kasper
Lillian M. Kasper
Peter C. Kasper
Peter A. Kasper
Brenda L. Kasper
David H. Kasper
Robert E. Kasper
Robert E. Kasper
Herbert S. Kasper
L. David Kasper
Sylvia J. Taylor
David J. To
Michael R. White
Lynn Simpson White
Anne E. Zivich
OF COUNSEL
Morton I. Jaffe
Alan B. Kasper
Carolyn Kasper
J. David Kasper
Charles N. Kasper
George Weisman

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3111 South
Tallahassee, FL 32312-0000
Toll Free (800) 987-7580
Fax (904) 407-7732

Royal
West Palm Beach

P95000022334
March 27, 1995

50000001-4-4-4-2-05
-03/30/95-01094-005
*****35.00 *****35.00

VIA FEDERAL EXPRESS
Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301
Attention: **DARLENE CONNELL**
NEW FILING DEPARTMENT

CF. 35

FILED
95 MAR 29 AM 11:51
TALLAHASSEE, FLORIDA

RE: **C.W. Services, Inc.**

Dear Ms. Connell:

Pursuant to our telephone conversation of today, enclosed herewith please find an executed original and one copy of the Articles of Correction for the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 to cover the applicable filing fees required. Please return a certified copy to me in the enclosed envelope.

Thank you for your assistance and cooperation with the enclosed corporate correction. You were very helpful to me on the telephone and it is greatly appreciated.

Sincerely,

Terri A. Giorgio
Terri A. Giorgio
Legal Assistant

Art. of
Correction
3-29-95
tag
enclosures

OTHER OFFICES
P.O. Box 100000
3111 South
Tallahassee, FL 32312-0000

NOT ADMITTED TO PRACTICE
*As a matter of course, this is not a statement of the firm's position.

**ARTICLES OF CORRECTION
OF
C.W. SERVICES, INC.**

The undersigned subscriber to these Articles of Correction, who is a natural person competent to contract, hereby corrects the address in the Articles of Incorporation and the Certificate Designating Place of Business or Domicile for the Service of Process Within This State Naming Agent Upon Whom Process May Be Served for **C.W. SERVICES, INC.**, filed on March 17, 1995, under document number P950002334. The following Articles should be corrected to reflect the correct numerical address which was erroneously stated in the original Articles of Incorporation as stated in the aforesaid.

ARTICLE IV. ADDRESS

The correct street address of the initial registered office of the Corporation is **2704 RICHARD ROAD, LAKE PARK, FLORIDA 33403** and the name of the initial registered agent of the Corporation at that address is **CARL W. WOODS**.

ARTICLE VI. DIRECTORS

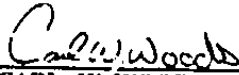
This Corporation shall have one Director initially. The name and correct address of the initial member of the Board of Directors is:

**CARL W. WOODS
2704 RICHARD ROAD
LAKE PARK, FLORIDA 33403**

ARTICLE VII. INCORPORATOR

The name and correct address of the incorporator to these Articles of Incorporation is **CARL W. WOODS, 2704 RICHARD ROAD, LAKE PARK, FLORIDA 33403**.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27 day of March, 1995.


CARL W. WOODS
DIRECTOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirement of Chapter 48.091 Florida Statutes: C.W. SERVICES, INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 2704 RICHARD ROAD, LAKE PARK, PALM BEACH COUNTY, FLORIDA 33403, has named CARL W. WOODS, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statute, relative to keeping open said office.


CARL W. WOODS

P950000 22334

**C.W. SERVICES, INC.
Civil Process Server
P.O. Box 2424
Jupiter, Florida 33468-2424**

June 7, 1995

Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301
Attn: Bureau of Corporate Records

RE: C.W. SERVICES, INC.

Dear Ms. Connell:

This letter is to advise you that the above-referenced corporation has recently relocated its principal office from 2704 Richard Road, Lake Park, Florida 33403 to 901 Lighthouse Drive, North Palm Beach, Florida 33408. Please change the corporate records of the aforesaid corporation to reflect the current address.

Please contact me if you should have any questions.

Sincerely,

Carl W. Woods

Carl W. Woods,
President

*JW
6-28-95*