

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0171 FAX

800-347-8086



networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 648702 125732A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia P. Pitt

ORDER DATE : July 26, 1995

ORDER TIME : 2:30 PM

ORDER NO. : 648702

300001547123

CUSTOMER NO: 125732A

CUSTOMER: Gina Stoeher, Legal Assistant
LYON AND MCMANUS

Suite 2180
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: MWM SOUTH, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

T. BROWN

JUL 27 1995

95 JUL 27 AM 10 29
TALLAHASSEE, FL 32301
FILING DATE

ARTICLES OF INCORPORATION
OF
MWM SOUTH, INC.

FILED
95 JUL 27 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MWM SOUTH, INC.

The address of the principal office of this corporation shall be 30940 Sun Eagle Drive, Suite #1, Mount Dora, Florida 32757, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ray E. Wild Dir.	30940 Sun Eagle Drive, Suite 1 Mount Dora, Florida 32757
John A. Mickus Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year

of the corporation, or until their successors are elected
or appointed are:

Ray E Wild Pres.	30940 Sun Eagle Drive, Ste.1 Mount Dora, Florida 32757
John A. Mickus V.Pres./Sec./Treas.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on July 26, 1995.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

P95000057980

LYON AND McMANUS
ATTORNEYS AT LAW

BARNETT BANK CENTER
390 NORTH ORANGE AVENUE
SUITE 2180
ORLANDO, FLORIDA 32801
14071 649-9600
FAX 14071 649-3313

WASHINGTON OFFICE
1710 RHODE ISLAND AVENUE, N.W.
WASHINGTON, D.C. 20036
(202) 296-9260

GEORGIA OFFICE
LYON, McMANUS AND JONES
1355 PEACHTREE STREET, N.E.
SUITE 860
ATLANTA, GA 30309
(404) 673-4600

JOSEPH A. McMANUS, JR.
V. FREDERIC LYON
RODNEY C. JONES
CHRISTOPHER KANE
STEPHEN J. JOHNSON
JULIE A. QUAGLIANO
RICHARD S. BERGHOLTZ
ERIC J. DARDEN
STEPHEN M. SEEGER
BRIAN P. KIRWIN
CHARLES M. ASMAR
STUART I. SMITH
BELINDA A. HATZENBUHLER
JEFFREY M. VIOLA
MARY KAITLIN MCSALLY

OF COUNSEL
JOSEPH A. McMANUS
PHILIP J. AZAR

August 14, 1995

300001574503
-08/31/95--01026--027
*****35.00 *****35.00

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Corporation: MWM South, Inc.
Date of Incorporation: July 27, 1995
Document No.: P95000057980

Dear Sir/Madam:

Enclosed please find the original executed Statement of Change of Registered Agent regarding the above-referenced corporation. Upon receipt, please proceed to change the name of the registered agent in your records.

Thank you for your cooperation in this regard.

Very truly yours,

Gina H. Stoehr

Gina H. Stoehr
Paralegal

:ghs

Enclosure

cc: (w/enclosure)
Raymond E. Wild

59021\ra-change.ltr

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 28 PM 3:42

RECEIVED
95 AUG 15 AM 8:29
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 21, 1995

Gina H. Stoehr
Lyon and McManus
390 N. Orange Ave., Suite 2180
Orlando, FL 32801

SUBJECT: MWM SOUTH, INC.
Ref. Number: P95000057980

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file a Change of Registered Agent form is \$35.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 095A00039043

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 28 PM 3:42

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: MWM SOUTH, INC.

1b. Date of incorporation July 27, 1995 Document number P95000057980

2. The name and address of the current registered agent and office:
Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Richard S. Bergholtz, Esq.

390 N. Orange Ave., Suite 2180 ORLANDO FL 32801

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
*8/7/95
SIGNATURE
DATE

Ray E. Wild, President

Typed or printed name and title

95 AUG 28 PM 3:42
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

[Signature]
(Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314