

LAW OFFICES

VINCENT T. SAMMARCO

1000 N Hatus Road, Suite 140
Pembroke Pines, Florida 33026

Telephone (305) 432-6667
Facsimile (305) 433-0913

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 FEB 22 11:11 AM '96

P96000017303

February 7, 1996

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: WESTWOOD MANAGEMENT GROUP LIMITED

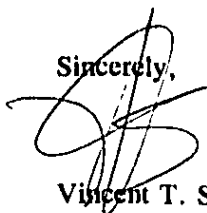
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***122.50 ***122.50

Dear Sirs:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing. Please apply the enclosed check in the amount of \$122.50, for the filing of Articles for WESTWOOD MANAGEMENT GROUP LIMITED.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Sincerely,



Vincent T. Sammarco

VTS:ls

wjg - 2/12/96
00670
00576
00671

2/14/96
(TS)



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

February 14, 1996

VINCENT T. SAMMARCO
1000 NO. HIATUS ROAD
STE 140
PEMBROKE PINES, FL 33026

SUBJECT: WESTWOOD MANAGEMENT GROUP LIMITED
Ref. Number: W96000003421

We have received your document for WESTWOOD MANAGEMENT GROUP LIMITED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 496A00006547

ARTICLES OF INCORPORATION
OF
WESTWOOD MANAGEMENT GROUP LIMITED, INC.

011 2007
93 FEB 22 AM 11:41
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 I - NAME

The name of the corporation shall be

WESTWOOD MANAGEMENT GROUP LIMITED, INC.

and the initial principle place of business of this Corporation shall be 1000 N. Hiatus Road, Suite 140, Pembroke Pines, FL 33026.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered agent of the corporation shall be 1000 N. Hiatus Road, Suite 140, Pembroke Pines, FL 33026 and the name of the initial Registered Agent for the corporation at that address is VINCENT T. SAMMARCO.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI - CORPORATE POWERS

Pursuant to Florida Statutes Section 607.0801(3), all corporate powers of the Corporation shall be exercised by or under the authority of the shareholders. The business affairs of the Corporation shall be managed by the shareholders.

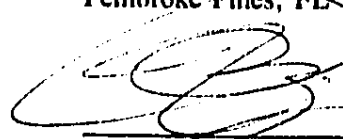
ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

NAME
VINCENT T. SAMMARCO

ADDRESS
1000 N. Hiatus Road
Suite 140
Pembroke Pines, FL 33026

DATE: 2/21/96


VINCENT T. SAMMARCO
SECRETARY
CORPORATION
STATE OF FLORIDA
PENSACOLA

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR WESTWOOD MANAGEMENT GROUP LIMITED, INC. AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, VINCENT T. SAMMARCO, AGREES TO ACT IN THIS CAPACITY, AGREES TO COMPLY WITH THE PROVISIONS OF SECTION 48.091 RELATIVE TO KEEPING OPEN SUCH OFFICE.

DATE: 2/21/96


VINCENT T. SAMMARCO