



1201 HAYS STREET
TALLAHASSEE, FL 32301
904-221-1171
904-221-0111 FAX

800-342-8086

ACCOUNT NO. 072100000032

REFERENCE # 000649 013020

AUTHORIZATION #

COST LIMIT #

Patricia Pyzdek
\$ 122.50

ORDER DATE # March 13, 1996

ORDER TIME # 11:16 AM

ORDER NO. # 000649

CUSTOMER NO# 013020

CUSTOMER# Ms. Jennifer Danforth
MICHAEL F. DIGNAM, ESQ

600001743466

1625 Hendry Street, Suite 102
Fort Myers, FL 33901

DOMESTIC FILING

NAME: F.W.R. MANAGEMENT CO., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

T. BROWN MAR 15 1996

FILED
96 MAR 14 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
F.W.R. MANAGEMENT CO., INC.

FILED
96 MAR 14 PM 12:20
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:

F.W.R. MANAGEMENT CO., INC.

The address of the principal office of this corporation shall be 1625 Hendry Street, Suite 101, Fort Myers, Florida 33901, 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 7,000 shares of common stock having \$.10 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. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Michael F. Dignam	1625 Hendry Street, Suite 101
Dir./Pres./Sec./Treas.	Fort Myers, Florida 33901

ARTICLE VII. 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 March 14, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
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: Karen B. Rozar
Its Agent, Karen B. Rozar

CDF/cdf

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0777 FAX

800-342-8086



P96000023433

ACCOUNT NO. : 072100000032

REFERENCE : 903477 01302A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 1, 1996

ORDER TIME : 4:01 PM

ORDER NO. : 903477

CUSTOMER NO: 01302A

CUSTOMER: Michael F. Dignam, Esq
Michael F. Dignam, Esq

1625 Hendry Street, Suite 102
Fort Myers, FL 33901

ENCLOSURE 11/03/96
404/407/036-010201-012
*****01.00 *****05.00

CHANGE OF AGENT

NAME: F.W.R. MANAGEMENT CO., INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: CLINT FUHRMAN

FILED
55 APR -2 AM 9:58
RECEIVED
55 APR -2 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

4/2
J. R.A. Chang

Charter No. _____

Date Filed _____

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: F.W.R. Management Co., Inc.

2. The name and address of its present registered agent is:

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, Florida 32301

FILED
56 APR -2 AM 9:58
TALLAHASSEE FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Michael F. Dignam

1625 Hendry Street, Suite 102

Fort Myers, Florida 33901

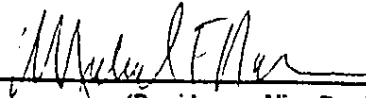
4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

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

Michael F. Dignam, President

(Typed or printed name and title)

Signature



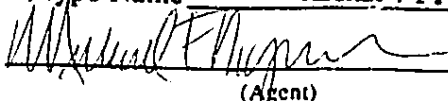
(President or Vice President)

Date March 26, 1996

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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Michael F. Dignam

Signature



(Agent)

Date March 26, 1996



THE UNITED STATES
CORPORATION
COMPANY

P96000023433

ACCOUNT NO. : 072100000032

REFERENCE : 233176 31382A

AUTHORIZATION : Patricia P. Pitt

COST LIMIT : \$ 87.50

ORDER DATE : January 23, 1997

ORDER TIME : 7:41 AM

ORDER NO. : 233176-005

CUSTOMER NO: 81382A

40000020055594--4

CUSTOMER: Michael F. Dignam, Esq
Michael F. Dignam, Esq

1625 Hendry Street, Suite 102
Fort Myers, FL 33901

DOMESTIC FILINGS

NAME: F.W.R. MANAGEMENT CO., INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

RECEIVED
97 JAN 23 AM 9:53
DIVISION OF CORPORATION

N. HENDRICKS JAN 23 1997

ARTICLES OF DISSOLUTION
OF
F.W.R. MANAGEMENT CO., INC.

FILED
97 JAN 23 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 6.07.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the corporation is F.W.R. MANAGEMENT CO., INC.

SECOND: The dissolution was authorized on Jan 15, 1997.

THIRD: The dissolution was approved by all of the shareholders and officers of the corporation.

Dated: January 15, 1997.

F.W.R. MANAGEMENT CO., INC.

By: 

Michael F. Dignam, Director/President