



SMG PROPERTY MANAGEMENT, INC.

P96000032178

April 11, 1996

Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

100001780331  
-04/15/96--01061--006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: RLJ Corporation - Articles of Incorporation  
RLJ Limited Partnership - Certificate of Limited Partnership

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for RLJ Corporation for filing. I have enclosed a check in the amount of \$122.50 to cover the filing fee and the cost of a certified copy. Please return the certified copy to my attention at the above address.

Once the corporation has been filed, please file the enclosed Certificate of Limited Partnership for RLJ Limited Partnership. I have enclosed a separate check in the amount of \$140.00 for the filing fee, the Designation of Agent fee and the cost of a certified copy.

Should there be in difficulty in filing the above documents, please contact me as soon as possible. Thank you for your prompt attention to this matter.

Sincerely,

Kimberly L. Graus  
General Counsel

Kimberly GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Name  
DATE 4/12/96  
DOC. EXAM. BST

Conflict P95-51500  
WNT  
W96-7987

FILED  
56 APR 12 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REGISTER APR 12 1996

EFFECTIVE DATE  
4-11-96

WNT CORPORATION

ARTICLE I - NAME

The name of the corporation shall be: WNT CORPORATION

ARTICLE II - EXISTENCE

This corporation shall commence existence on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States and the provisions of Chapter 607, Florida Statutes as amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 Stock for Internal Revenue purposes.

ARTICLE V - INITIAL REGISTERED OFFICE  
AND AGENT AND INCORPORATOR

The street address of the initial registered office of this corporation is 351 6th Avenue West, Bradenton, Fl. 34205, and the name of the initial registered agent of this corporation at that address is John S. Newsome. This is the principal office also.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
John S. Newsome	351 6th Ave. West Bradenton, Fl. 34205
Richard E. Turner	5004 Riverview Blvd. Bradenton, Fl. 34209
Lloyd E. Williams, Jr.	517 9th Street West Bradenton, Fl. 34205


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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: JOHN S. NEWSOME 351 6th Avenue West, Bradenton, Florida 34205.


ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law and in accordance with the By-laws of the Corporation.

 date 4-11-96  
John S. Newsome

**ACCEPTANCE**

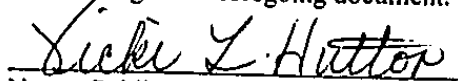
The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

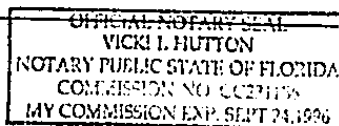
 date 4-11-96  
John S. Newsome

STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 11th <sup>(84)</sup> day of April, 1996 by John S. Newsome who is personally known to me to be the party who executed and acknowledged the foregoing document.

  
Notary Public, State of Florida  
VICKI L. HUTTON #CC231186  
My Commission Expires:



96 APR 12 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED