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CAROL MACMILLAN STANLEY
BOARD CERTIFIED BY FLORIDA BAR
IN WALLS, CEILING AND EGRESS
REAL PROPERTY LAW

November 19, 1996

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

In re: Wyck of Florida, Inc.

Dear Sir:

Enclosed please find original and duplicate copy of the
Articles of Incorporation on the above-referenced corporation.

The duplicate copy of same has been subscribed and
acknowledged by the subscriber in the manner as were the original
Articles. Please endorse your approval of them on the duplicate
copy, certify and return to this office.

I enclose my check in the sum of \$122.50 to cover the \$35.00
filing fee, \$35.00 Resident Agent fee, and \$52.50 certified copy of
Articles.

Thank you for your cooperation in this matter.

Yours very truly,

Carol MacMillan Stanley
Carol MacMillan Stanley

CMS/lo
Enclosures

[Signature]
12/26

FILED
96 DEC 20 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
WYCK OF FLORIDA, INC.

FILED
96 DEC 20 PM 2:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I.
CORPORATE NAME

The name of this Corporation is WYCK OF FLORIDA, INC. and the corporation's address is 9 Island Avenue, #1704, Miami Beach, Florida 33139.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 750 shares of common stock.

ARTICLE IV.
TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V.
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Carol M. Stanley
29 N. E. Fourth Avenue
Delray Beach, Florida 33483

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI.
BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII.
INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Norman W. Blood, III
9 Island Avenue, #1704
Miami Beach, Florida 33139

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII.
BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE IX.
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X.
PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI.
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Norman W. Blood, III
9 Island Avenue, #1704
Miami Beach, Florida 33139

ARTICLE XII.
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII.
COMMENCEMENT OF BUSINESS

The date when corporate existence shall begin shall be the date these articles are filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 19 day of December, 1996.


Norman W. Blood, III

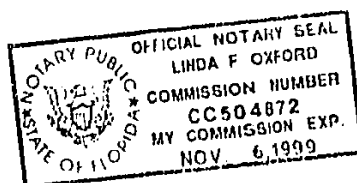
STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared NORMAN W. BLOOD III, who is personally known to me or who has produced N/A as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of December, 1996.


Notary Public
My Commission Expires:



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

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That WYCK OF FLORIDA, INC., desiring to organize under
the laws of the State of Florida, with its principal office,
as indicated in the Articles of Incorporation, at 9 Island
Avenue, #1704, Miami Beach, Florida 33139, County of Dade,
State of Florida, has named CAROL M. STANLEY as its agent to
accept service of process within this State.

Having been named to accept service of process for the
above-named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.

SIGNATURE:

Carol M. Stanley
Carol M. Stanley

DATE: December 19, 1996

CLERK OF DISTRICT COURT
JULIA HARRIS, CLERK
STATE OF FLORIDA

96 DEC 20 PM 2:27

FILED