

01/17/97 FRI 10:21 AM 813 229 31

RUDNICK & WOLFE

001

1/17/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:20 AM

((H97000001004 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: RUDNICK & WOLFE
CONTACT: JUDITH E COVEY
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: WOLF LAND DEVELOPMENT CORPORATION

AUDIT NUMBER.....H97000001004

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

RECEIVED

97 JAN 17 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 JAN 17 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 1/17/97

B97000001004

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 17 PM 1:05

FILED 002

**ARTICLES OF INCORPORATION
OF
WOLF LAND DEVELOPMENT CORPORATION**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is **Wolf Land Development Corporation.**

II.

Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.

Principal Office

The principal office and mailing address of the Corporation is c/o Rudnick & Wolfe, 101 E. Kennedy Boulevard, Suite 2000, Tampa, Florida 33602.

IV.

Capital Stock

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which will be designated Common Stock.

V.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is c/o Rudnick & Wolfe, 101 E. Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is John T. Diamandis.

Prepared by: John T. Diamandis
Florida Bar No. 0797677
Rudnick & Wolfe
101 East Kennedy Blvd., Suite 2000
Tampa, Florida 33602
813/229-2111

JTD42276 01/17/97

B97000001004

B97000001004

VI.
Directors

The Corporation will have 2 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
John T. Diamandis	101 E. Kennedy Blvd. Suite 2000 Tampa, Florida 33602
Alex H. Dunser	101 E. Kennedy Blvd. Suite 2000 Tampa, Florida 33402

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
John T. Diamandis	101 E. Kennedy Blvd. Suite 2000 Tampa, Florida 33602

VIII.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act.

IX.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, Section 607.0902 of the Act shall not apply to control-share acquisitions of shares of the Corporation.

H97000001004

X.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XI.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 17, 1997.


John T. Diamandis, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: January 17, 1997.


John T. Diamandis

FILED
97 JAN 17 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JTD 2276 01/17/97