



THE UNITED STATES
CORPORATION
COMPANY

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97 APR -7 AM 10:39

ACCOUNT NO. 072100000032
DIVISION OF CORPORATION

REFERENCE : 320804 4311639

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : April 7, 1997

ORDER TIME : 9:53 AM

ORDER NO. : 320804-005

CUSTOMER NO: 4311639

CUSTOMER: Matt Anderson, Legal Assistant
AKERMAN SENTERFITT & BIDSON

600002134656--8

One Southeast Third Avenue
28th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: TYSER METRO & CO. OF
FLORIDA, 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: Stephanie Stscherban

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR -8 AM 9:07

FILED

W 7-7983
0002, 00611



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1997

CSC NETWORKS
1200 HAYS ST.
TALLAHASSEE, FL 32308-2607

SUBJECT: TYSER METRO & CO. OF FLORIDA, INC.
Ref. Number: W97000007983

RESUBMIT

Please give original
submission date as file date.

We have received your document for TYSER METRO & CO. OF FLORIDA, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 197A00017296

RECEIVED
97 APR -8 AM 8:43
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
TYSER METRO & CO. OF FLORIDA, INC.**

FILED
97 APR -8 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is TYSER METRO & CO. OF FLORIDA, INC.

ARTICLE II

MAILING ADDRESS

The mailing address of the corporation is 399 W Camino Gardens Boulevard, Suite 308, Boca Raton, FL 33432.

ARTICLE III

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to issue is One Thousand (1,000) shares, \$1.00 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 1201 Hays Street, Tallahassee, FL 32301. The name of the corporation's initial registered agent at that office is Corporation Service Company.

ARTICLE V

INCORPORATOR

The name and street address of the incorporator of the corporation is Richard L. Schanerman, One SE 3rd Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE VI

DIRECTOR

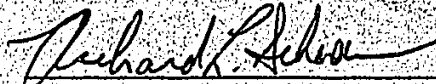
The name and street address of the individual who is to serve as the initial director of the corporation is Steven R. Gross, 399 W Camino Gardens Boulevard, Boca Raton, FL 33432.

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4 day of April, 1997.


Richard L. Schanerman, Incorporator

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of TYSER METRO & CO. OF FLORIDA, INC., a Florida corporation, (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this ____ day of April, 1997.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper

Name: DEBORAH D. SKIPPER

Title: AS AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA