P97000083275 ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHN

PROFESSIONAL ASSOCIATION

SUITE 2100 ONE TAMPA CITY CENTER POST OFFICE BOX 3433 TAMPA, FLORIDA 33601

TELEPHONE: (813) 229-3321 FACSIMILE: (813) 223-9067 PELICAN BAY FINANCIAL CENTER SUITE 300 BBB9 PELICAN BAY BOULEVARD NAPLES, FLORIDA 34108

TELEPHONE: 19411 597-7088 FACSIMILE: 19411 597-6984

SUITE 270 9400 GLADIOLUS DRIVE FT. MYERS, FLORIDA 33908

TELEPHONE: 19411 433-0893 FACSIMILE: 19411 433-4004

AVAILABLE FOR CONSULTATION
KÄRGEL, VOLLHARDT & PARTNER
KURFÜRSTENDAMM 36
D-10719 BERLIN
GERMANY
O11-49-30-885-7710

FAX 011-49-30-881-1308

Reply to Naples

****122.50 ****122.50

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September 23, 1997

Via Federal Express

State of Florida Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: WESDEV, INC.

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above- referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our firm's check in the amount of \$122.50 is enclosed for the required filing fee. If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHN, P.A.

Thomas B. Garlick

arlick :

24 PH 3:5

3: 55 STATE

TBG/jpw Enclosures

FILED

ARTICLES OF INCORPORATION OF WESDEV, INC.

97 SEP 24 PM 3: 55 SECREMARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation is: WESDEV, INC. The mailing and street address of the Corporation is: 8889 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue 10,000 shares of Fifty Cents (\$.50) par value common stock, which shall be designated Common Shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 8889 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108, and the name of its initial registered agent at such address is Thomas B. Garlick.

ARTICLE VI

Incorporator

The name and address of the person signing these Articles are:

Name

<u>Address</u>

Thomas B. Garlick

8889 Pelican Bay Boulevard, Suite 300 Naples, Florida 34108

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 23 day of September, 1997.

Thomas B. Garlick

FILED

Having been named Registered Agent and designated to accept service of profiless for the within-IALLAHASSEE, FLOR named Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: September 2, 1997.