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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

William A. Heller
Daniel O. Gonzalez, Jr.
Brenda Lubar Kolos

Robert M. Nesselroth
Kenneth A. Stoller
Warren Wilson
Judith S. Ford, Of Counsel

October 17, 1997

STATE OF FLORIDA
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Western Enterprises of Florida, Inc.

700002326607--8
-10/22/97--01044--016
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of Western Enterprises of Florida, Inc., along with our check for filing these Articles in the amount of \$122.50 which will cover the cost of filing and a certified copy of these Articles.

Should you have any questions concerning this matter, please do not hesitate to contact the undersigned.

Very truly yours,



DANIEL O. GONZALEZ, JR.

DOG:ahy
Enclosure as stated

P.Hall
OCT 23 1997

ARTICLES OF INCORPORATION
OF
WESTERN ENTERPRISES OF FLORIDA, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Western Enterprises of Florida, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is 12851 Stirling Rd., Ft. Lauderdale, FL 33330. The mailing address of the Corporation is the same.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Heller & Conrad, P.A., 2500 Hollywood Blvd., Suite 401, Hollywood, FL 33020 and the name of the initial Registered Agent of the Corporation is Daniel O. Gonzalez, Esquire.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and successors to said director shall have been duly elected and qualified, or until the earlier resignation, removal from office, or death of said director. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation:

NAME

ADDRESS

Christopher F. West

12851 Stirling Rd.
Ft. Lauderdale, FL 33330

ARTICLE VII

INCORPORATOR

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

NAME

ADDRESS

Christopher F. West

12851 Stirling Rd.
Ft. Lauderdale, FL 33330

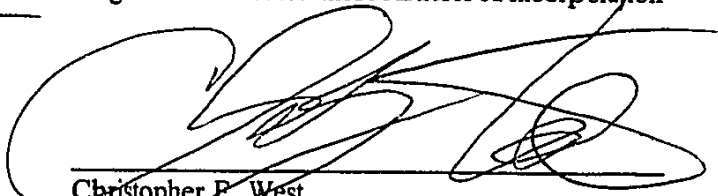
ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 1 day of July, 1997.

August


Christopher P. West

STATE OF FLORIDA)

)SS:

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Christopher P. West, who is personally known to me or who has produced _____ as identification and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

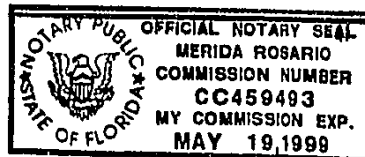
WITNESS my hand and official seal in the county and state last aforesaid, this 1 day of July, 1997.

August

Name: 

NOTARY PUBLIC

My Commission Expires:



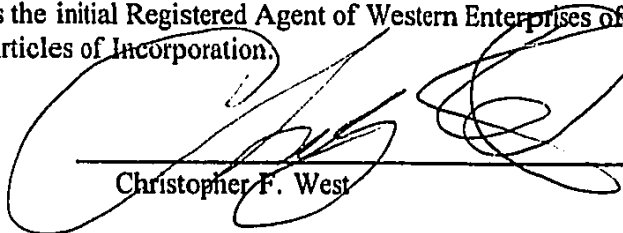
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of Western Enterprises of Florida, Inc., as made in the foregoing Articles of Incorporation.

DATE: July __, 1997.

August 1, 1997

CORPORAT\WEST1


Christopher F. West