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ACCOUNT NO. : 072100000032

REFERENCE : 656722 4352702

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 122.50

ORDER DATE : January 5, 1998

ORDER TIME : 9:28 AM

ORDER NO. : 656722-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Jennifer Lukas
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue

Sarasota, FL 34236

700002389067--9

DOMESTIC FILING

NAME: SOUTHWEST FLORIDA MANAGEMENT
SERVICES, INC.

EFFECTIVE DATE:

XXXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
98 JAN -5 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JAN -5 AM 9:59
DIVISION OF CORPORATION
Dmc 1-5-98

ARTICLES OF INCORPORATION

OF

SOUTHWEST FLORIDA MANAGEMENT SERVICES, INC.

FILED

98 JAN -5 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Southwest Florida Management Services, Inc.

2. Principal Office. The principal office of the Corporation is:

5517 21st Avenue West
Bradenton, Florida 34209

3. Mailing Address. The mailing address of the Corporation is:

5517 21st Avenue West
Bradenton, Florida 34209

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

James L. Turner, Esq.
200 South Orange Avenue
Sarasota, Florida 34236

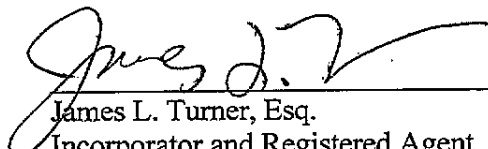
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

James L. Turner, Esq.
200 South Orange Avenue
Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 31st day of December 1997.


James L. Turner, Esq.
Incorporator and Registered Agent