



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 702298 9632A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 11, 1998

ORDER TIME : 10:20 AM

ORDER NO. : 702298-005

CUSTOMER NO: 9632A

CUSTOMER: Charles Dayhoff, Esq
CHARLES S. DAYHOFF, III, ESQ

Suite 150
3830 Tampa Road
Palm Harbor, FL 34684

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-02/11/98--01038--003
****122.50 ****122.50

DOMESTIC FILING

NAME: WESTERNCE, INCORPORATED

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: Jeanine Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 11 PM 1:14

RECEIVED
98 FEB 11 AM 8:47
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF**

WesternCE, Incorporated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 11 PM 1:14

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is **WesternCE, Incorporated.**

2. **Principal Office/Mailing Address.** The principal office of the corporation is 2165-C Sunnydale Blvd., Clearwater, Florida 33786. The mailing address of the corporation is 2165-C Sunnydale Blvd., Clearwater, Florida 33786.

3. **Duration.** The period of its duration shall be perpetual.

4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. **Capital Stock.** The corporation is authorized to issue 1000 shares, all of one class, at \$1.00 par value.

6. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and office of this corporation is as follows:

CHARLES S. DAYHOFF III
3830 Tampa Road, Suite 150
Palm Harbor, FL 34684

7. **Initial Board of Directors.** This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by any amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| WILLIAM J. CLELAND | 228 Howard Drive Belleair Beach, FL 33786 |
| GARY A. BOSSHART | 13 Crosskey Irvine, CA 92720 |

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| WILLIAM J. CLELAND | 228 Howard Drive Belleair Beach, FL 33786 |

9. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of February, 1998.


WILLIAM J. CLELAND
INCORPORATOR


CHARLES S. DAYHOFF III
REGISTERED AGENT

STATE OF FLORIDA)

COUNTY OF PINELLAS)

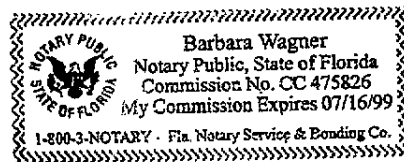
THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of February, 1998, by WILLIAM J. CLELAND who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Barbara Wagner
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: BARBARA WAGNER

My Commission Expires:

STATE OF FLORIDA)

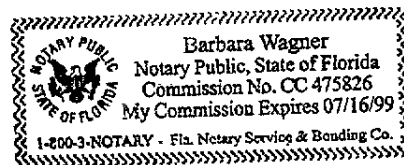
COUNTY OF PINELLAS)



THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of February, 1998, by CHARLES S. DAYHOFF III who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Barbara Wagner
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: BARBARA WAGNER

My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 11 PM 1:14

In compliance with §§48.091, 607.0501 and 607.0505 of the Florida Statutes, the following is submitted:

1. That **WesternCE, Incorporated** desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Clearwater, State of Florida, has named **CHARLES S. DAYHOFF III**, 3830 Tampa Road, Suite 150, Palm Harbor, Florida 34684, as its Registered Agent to accept service of process within the State of Florida.

DATED: February 10th, 1998.

**WesternCE, Incorporated,
a Florida corporation**

By: 
William J. Cleland, President

Having been named to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: February 10, 1998.


**CHARLES S. DAYHOFF III
REGISTERED AGENT**