

P98000018760



ACCOUNT NO. : 072100000032

REFERENCE : 720756 4656E

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 122.50

ORDER DATE : February 26, 1998

ORDER TIME : 9:56 AM

100002441241--2

ORDER NO. : 720756-005

CUSTOMER NO: 4656E

CUSTOMER: Nancy Kinsler, Paralegal
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL
Suite 2050
111 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: WORKSCAPES, 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: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 AM 11:54

DIVISION OF CORPORATIONS

98 FEB 26 PM 4:43

REC-0150

2/26/98

**ARTICLES OF INCORPORATION
OF
WORKSCAPES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 AM 11:54

ARTICLE I - NAME

The name of this corporation is **WORKSCAPES, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation and the initial mailing address of the corporation is c/o Joel D. Maser, Esq., 111 North Orange Avenue, 20th Floor, Orlando, Florida 32801.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1201 Hay Street, Tallahassee, Florida, 32301, and the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Jeffrey A. Bahnsen

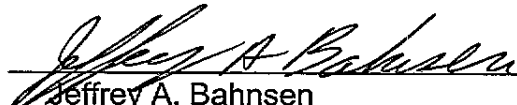
20th Floor
111 North Orange Avenue
Orlando, FL 32801

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 25th day of February 1998. The effective date of this corporation shall be February 26, 1998.

By: _____



Jeffrey A. Bahnsen
Sole Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 AM 11:54

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **WORKSCAPES, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1201 Hayes Street, Tallahassee, Florida 32301, has named CSC as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Corporation Service Company

Dated and effective 2/26/98

Laura E. Dunn
LSC, Registered Agent