

CR2E031(1/95)

**ARTICLES OF INCORPORATION**

**OF**

**W&M Management, Inc.**

**FILED**  
98 SEP 16 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I  
NAME**

The name of the corporation is W&M Management, Inc.

**ARTICLE II  
DURATION**

The corporation shall have a perpetual existence.

**ARTICLE III  
PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
ADDRESS**

The principal place of business of the corporation shall be:

c/o Wagner & Deckert  
1601 Forum Place, Suite 300  
West Palm Beach, Florida 33401

The street address of the corporation shall be:

c/o Wagner & Deckert  
1601 Forum Place, Suite 300  
West Palm Beach, Florida 33401

**ARTICLE V  
CAPITAL STOCK**

The corporation is authorized to issue one thousand (1,000) shares of ten cents (\$.10) par value per share common stock.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is c/o Wagner & Deckert, 1601 Forum Place, Suite 300, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at the address is Timothy M. Deckert.

ARTICLE VII  
INCORPORATOR(S)

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

Timothy M. Deckert	c/o Wagner & Deckert
	1601 Forum Place, Suite 300
	West Palm Beach, Florida 33401

ARTICLE VIII  
BEGINNING OF CORPORATE EXISTENCE

The date when corporate existence shall begin shall be on the date that these Articles of Incorporation are filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned has set his hand on this 14<sup>th</sup> day  
of September, 1998.

  
\_\_\_\_\_  
Incorporator Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

The following is submitted in accordance with the requirements of Chapter  
48.091, Florida Statutes:

W&M Management, Inc., desiring to organize under the laws of the State of  
Florida with its registered office address, as indicated in the Articles of Incorporation, as  
c/o Wagner & Deckert, 1601 Forum Place, Suite 300, West Palm Beach, Florida 33401,  
has named Timothy M. Deckert as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the  
above-stated Corporation at the place designated in this Certificate, I hereby accept to act  
in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative  
to keeping open said office.

DATED this 14<sup>th</sup> day of September, 1998.

  
Timothy M. Deckert

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

*Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.*

1. The name of the corporation is:

W&M Management, Inc.

2. The name and address of the registered agent and office is:

Timothy M. Deckert  
c/o Wagner & Deckert  
1601 Forum Place, Suite 300  
West Palm Beach, Florida 33401

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties., and am familiar with and accept the obligations of my position as registered agent.*

SIGNATURE

*Timothy M. Deckert*

DATE

*September 14, 1998*

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