# P9000081247

#### **WAGNER & DECKERT**

Certified Public Accountants
A Partnership of Professional Associations

Centurion Tower 1601 Forum Place, Suite 300 West Palm Beach, FL. 33401 800002641508--5 -09/16/98--01082--011 \*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

JMBER(S), (if known):

2.	(Corporation Name) (Document #)  MANAGEMENT TIVC,  (Corporation Name) (Document #)	· <u>-</u>
3	(Corporation Name) (Document #)	
4	(Corporation Name) (Document #)	
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NEW FILINGS	AMENDMENTS 25 8	
Profit	Amendment	-
NonProfit	Resignation of R.A., Officer/Director	<del></del>
Limited Liability	Change of Registered Agent	
Domestication	Change of Registered Agent  Dissolution/Withdrawal	· <u>·</u>
Other	Merger	

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/-QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

CR2E031(1/95)

Examiner's Initials

#### ARTICLES OF INCORPORATION

OF

W&M Management, Inc.

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 14th da of Service of 1998.

#### 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 14th day of Sertulu, 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, / 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

DATE

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SECRETARY OF STATE