



ACCOUNT NO. : 072100000032

REFERENCE : 991021 7158111

AUTHORIZATION : *Patricia Pizette*

COST LIMIT : \$ 78.75

ORDER DATE : October 9, 1998

ORDER TIME : 9:52 AM

ORDER NO. : 991021-005

CUSTOMER NO: 7158111

CUSTOMER: Ms. Sandra E. Tolle
RIEF & STRASKE
RIEF & STRASKE
Post Office Box 1823

200002660192--0

Tampa, FL 33601-1823

DOMESTIC FILING

NAME: WC PROPERTY HOLDING
COMPANY, 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: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 PM 1:25

RECEIVED
98 OCT -9 PM 10:43
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 PM 1:25

ARTICLES OF INCORPORATION
OF
WC PROPERTY HOLDING COMPANY, INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

Article I - Name

The name of the Corporation shall be:

WC PROPERTY HOLDING COMPANY, INC.

Article II - Principal Office

The principal office and mailing address for this Corporation shall be:

8844 North Florida Avenue
Tampa, FL 33604

Article III - Duration

The Corporation shall have perpetual existence.

Article IV - Purpose

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have any may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

Article V - Capital Stock

This Corporation is authorized to issue ten thousand (10,000) shares at penny par value (\$0.01).

Article VI - Initial Registered Office and Agent

The initial registered office of this corporation shall be located at 8844 North Florida Avenue, Tampa, Florida 33604, and the name of the initial registered agent of this corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

Article VII - Directors

The number of Directors of this Corporation shall be not less than one nor more than seven. The names and post office addresses of the members of the first Board of Directors of this Corporation who shall hold office for the first year of this existence of this Corporation or until their successors are elected and qualified, unless otherwise provided by the By-Laws are:

<u>Name</u>	<u>Address</u>
William Calderazzo	P.O. Box 272880 Tampa, FL 33688

Article VIII - Incorporator

The name and address of the Incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
William Calderazzo	P.O. Box 272880 Tampa, FL 33688

Article IX - By-Laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu


thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or the United States.

Article X - Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated this 30th, day of September, 1998.


WILLIAM CALDERAZZO
As Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 PM 1:25

WC PROPERTY HOLDING COMPANY, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, WILLIAM CALDERAZZO, having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

By: _____

WILLIAM CALDERAZZO
As Registered Agent