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November 17, 1998

Division of Corporations
George Firestone Building
Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

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-11/17/98--01052--024
*****78.75 *****78.75

To Whom It May Concern:

Enclosed for filing, please find the ARTICLES OF INCORPORATION, along with a check in the amount of \$78.75 for the applicable filing fees and fees to obtain a CERTIFIED COPY of the Articles of Incorporation for the following entity: WBL KEY WEST, INC.

Please call Beth Herzog at 222-7717, when the documents are ready.

Very truly yours,

Kelly B. Plante
Kelly E. Plante

RECEIVED
NOV 17 PM 2:44
KBP/srd
Enclosures
GHCORP/GHR:1
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
98 NOV 17 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH NOV 17 1998

**ARTICLES OF INCORPORATION
OF
WBL KEY WEST, INC.**

ARTICLE I - NAME

The name of this corporation is WBL KEY WEST, INC.

ARTICLE II - ADDRESS

The principal office of the corporation is 900 Johnson Street, Key West, Florida 33040.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

900 Johnson Street
Key West, Florida 33040

The name of the initial registered agent of this corporation at that address shall be:

Pamela O. Price

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Gladys Mulberg	900 Johnson Street Key West, Florida 33040	Director President Secretary/Treasurer
Joyce M. Walker	566 Sylvan Drive Winter Park, Florida 32789	Director Vice President

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Pamela O. Price	201 E. Pine Street, Suite 1200 Orlando, Florida 32801


ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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 16th day of November, 1998.


Pamela O. Price
Incorporator

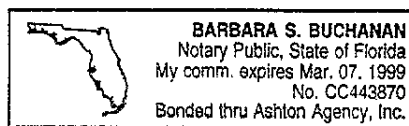
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of November, 1998, by Pamela O. Price.


Signature of Notary Public

BARBARA S. BUCHANAN
(Print Notary Name)
My Commission Expires: _____
Commission No.: _____

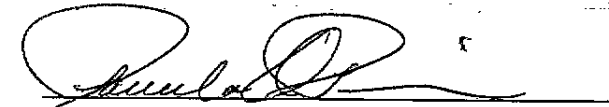
AFFIX NOTARY STAMP



Personally known, or
 Produced Identification
Type of Identification Produced:

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of WBL KEY WEST, INC., I hereby accept and agree to act in this capacity.


Pamela O. Price

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TALLAHASSEE, FLORIDA