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GODBOLD, DOWNING, SHEAHAN & BATTAGLIA

A PROFESSIONAL ASSOCIATION
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February 21, 1997

Department of State
Divisions of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
2-21-97

Dear Sir Or Madam:

Enclosed are the following documents:

A. EPI-Palmer Ranch, Inc.:

1. The executed Articles of Incorporation of **EPI-Palmer Ranch, Inc.**
2. A copy of the executed Articles of Incorporation to be certified and returned.
3. A check in the amount of \$122.50 to cover the following items:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified copy/Articles of Incorporation	<u>52.50</u>
Total	<u>\$122.50</u>

B. EPI-Sarasota, Inc.

1. The executed Articles of Incorporation of **EPI-Sarasota, Inc.**
2. A copy of the executed Articles of Incorporation to be certified and returned.
3. A check in the amount of \$122.50 to cover the following items:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified copy/Articles of Incorporation	<u>52.50</u>
Total	<u>\$122.50</u>

*Please call
Jan
681-9550
when ready*

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 3:23

97 FEB 21 PM 12:20
DIVISION OF CORPORATIONS

D. SHOWN FEB 24 1997

ARTICLES OF INCORPORATION
OF
EPI-SARASOTA, INC.

EFFECTIVE DATE
2-21-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 24 PM 3:23

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be **EPI-SARASOTA, INC.**

ARTICLE II

Principal Office

The principal office of the Corporation is located at 359 Carolina Avenue, Winter Park, Florida 32789, and its mailing address is 359 Carolina Avenue, Winter Park, Florida 32789.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in the active conduct of the business and the Corporation shall not engage in any business or activity which is not directly or indirectly in furtherance or related to the Corporation's business.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the later of the date of subscription of these Articles of Incorporation, or the date which is five (5) business days prior to the date these Articles of Incorporation have been filed by the Secretary of State, and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 222 West Comstock Avenue, Suite 101, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be Grant T. Downing.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of three(3) persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
James H. Pugh, Jr.	359 Carolina Avenue Winter Park, FL 32789
Kyle D. Riva	359 Carolina Avenue Winter Park, FL 32789
Greg Jacoby	359 Carolina Avenue Winter Park, FL 32789

ARTICLE VIII

Incorporator


The name and address of the incorporator of the Corporation is: Grant T. Downing, 222 West Comstock Avenue, Suite 101, Winter Park, Florida 32789.

ARTICLE IX

Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided under the Act.

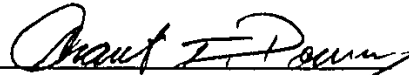
Executed this 21 day of February, 1997.


Grant T. Downing, Incorporator

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
97 FEB 21 PM 3:23

ACCEPTANCE OF REGISTERED AGENT

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 I am familiar with and accept the obligations of my position as Registered Agent.


Grant T. Downing
Registered Agent

Date: February 21/1997