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FAX #:

NAME: WINTER SUN, INC.

AUDIT NUMBER.....H98000008647

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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Amended & Restated  
Articles  
5-7-98

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DIVISION OF CORPORATIONS

98 MAY -7 AM 8:08

RECEIVED

ARTICLES OF AMENDMENT AND RESTATEMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WINTER SUN, INC.

FILED  
98 MAY -7 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of this Corporation is Winter Sun, Inc.
2. The Articles of Incorporation of the Corporation are amended and restated in their entirety to read as set forth on Exhibit "A" hereto.
3. The amendment and restatement of the Articles of Incorporation were adopted pursuant to Section 607.1003(6), Florida Business Corporation Act, by the Written Consent to Resolutions by the Shareholders of the Corporation on January 26, 1998. The vote of the shareholder was sufficient for approval of such amendment and restatement.

IN WITNESS WHEREOF, Winter Sun, Inc. has caused these Articles of Amendment and Restatement to Articles of Incorporation to be executed in its name by its President this 26 day of January, 1998.

WINTER SUN, INC.

By: 

ANGA MILLER  
President

I, the undersigned, Secretary of Winter Sun, Inc., do hereby certify that Anga Miller has been duly elected and this day is the President of said Corporation, and that the signature above is her genuine signature.

WITNESS, my hand this 26 day of January, 1998.

  
ANGA MILLER  
Secretary

jk2-115482

Prepared By:

Adam J. Buss, Esq.

LeBoeuf, Lamb, Greene & MacRae, L.L.P.

50 N. Laura Street, Suite 2800

Jacksonville, FL 32202

(904)354-8000

Bar No.: 987948

H98000008647

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**WINTER SUN, INC.**

**ARTICLE I - NAME**

The name of this Corporation is WINTER SUN, INC.

**ARTICLE II - ADDRESS**

The principal office and mailing address of this Corporation is 1087 Old Dixie Highway,  
St. Augustine, Florida 32095.

**ARTICLE III - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of common stock, all of which shall  
be of the par value of \$.01 per share.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 26 day of January, 1998.

  
**ANGA MILLER**  
President

Prepared By:  
Adam J. Buss, Esq.  
LeBoeuf, Lamb, Greene & MacRae, L.L.P.  
50 N. Laura Street, Suite 2800  
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