CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Art of Inc. File_

LTD Partnership File_

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 8, 2001

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST., STE. 1 TALLAHASSEE, FL 32301

SUBJECT: ELWOOD ENTERPRISES, INC.

Ref. Number: W01000023283

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CANTILLENT OF STATE
CANTILLANCE CORPORATIONS

We have received your document for ELWOOD ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan Document Specialist New Filing Section

Letter Number: 201A00056087



ARTICLES OF INCORPORATION

OF

ELWOOD ENTERPRISES OF SOUTH FLORIDA, INC.

TASECHE PH 2:41

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: ELWOOD ENTERPRISES OF SOUTH FLORIDA, INC.

ARTICLE II - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 6517 N.W. 30th Terrace, Gainesville, FL 32653.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 6517 N.W. 30th Terrace, Gainesville, FL 32653 and the registered agent at such office is Brent E. King.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially.

The number of Directors may be changed from time to time by

Bylaws adopted by the Shareholders. The name and address of each

member of the first Board of Directors is:

Brent E. King

ARTICLE VIII - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each holder of common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is

waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE X - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Brent E. King 6517 N.W. 30th Terrace Gainesville, FL 32653

	The	undersigned	has	executed	these	Articles	this	<u>3</u>	
day	of _	Och	_, 2	20 <u>0/</u> .			-		

Brent E. King, Incorporator

Having been named as Registered Agent and to accept service

ELWOOD ENTERPRISES OF SOUTH FLORIDA, INC.

at the place designated

in the Articles, 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.

10-3-01

Date

Brent E. King, Registered Agent

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AHASSEE, FLORIDA