

CAPITAL CONNECTION, INC.

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

P01000105174

Whitemark/Magnolia Acquisition
Corporation

000004660660--4

-10/31/01--01024--023

****787.50 *****78.75

- ☒ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
☒ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT 31 PM 12:19

APPROVED
AND
FILED

DIVISION OF CORPORATION

01 OCT 31 AM 11:11

RECEIVED

Signature _____

Requested by: LW 10/31

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

[Handwritten signature]
10/31

APPROVED
AND
FILED

**ARTICLES OF INCORPORATION
OF
WHITEMARK/MAGNOLIA ACQUISITION CORPORATION**

01 OCT 31 PM 12:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I-NAME

The name of this corporation is Whitemark/Magnolia Acquisition Corporation.

ARTICLE II-ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this corporation is 650 S. Central Ave., Suite 1000, Oviedo, Florida 32765.

ARTICLE III-CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock, which shall be designated Common Shares with a par value of One Dollar (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 655 W. Morse Blvd., Suite 212, Winter Park, Florida 32789, and the name of the initial registered agent of this corporation at that address is Scott D. Clark.

ARTICLE VIII-INCORPORATOR

The name and address of the Incorporator of this corporation is Scott D. Clark, 655 W. Morse Blvd., Suite 212, Winter Park, Florida 32789.

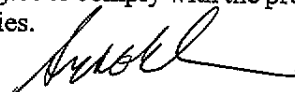
IN WITNESS WHEREOF, the undersigned has executed these Articles at Winter Park, Florida, this October 30, 2001.



Scott D. Clark, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for Whitemark/Magnolia Acquisition Corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Scott D. Clark