CAPITAL CONNECTION, INC.

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

POQUOODO POR FORMAN OF Southwest Florida Inc

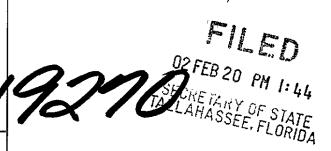
Signature

Requested by:

174 Pander's Printing - Thomasville, GA 8/00

Name 6

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		Art of Inc. File
	<u> </u>	LTD Partnership File
		Foreign Corp. File
		L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File 7
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
	\angle	Cert. Copy
	´	Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
		Corp Record Search
		Officer Search
	l	Fictitious Search
		Fictitious Owner Search
		Vehicle Search
		Driving Record
/ - 2.0		UCC 1 or 3 File
<u>8/20</u> <u>9,535</u> Date Time		UCC 11 Search J. BRYAN FEB 2 0 2002
Time Time		UCC 11 Retrieval
Will Pick Up		Courier

ARTICLES OF INCORPORATION OF WOODS ENTERPRISES OF SOUTHWEST FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be:

WOODS ENTERPRISES OF SOUTHWEST FLORIDA, INC.

ARTICLE 2: ADDRESS

The address of the principal office of the Corporation is:

101 7th Street SW, Naples, Florida 34117

and the mailing address of the Corporation is:

101 7th Street SW, Naples, Florida 34117

ARTICLE 3: NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE 4: TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE 5: AUTHORIZED SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 10,000 common shares.

ARTICLE 6: INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial Registered Office of the Corporation is 999 9th Street South, Suite 103, Naples, Florida 34102, and the name of its initial Registered Agent at that address is Timothy J. Cotter P.A.



ARTICLE 7: INCORPORATOR(S)

The name and address of the Incorporator is as follows:

Timothy J. Cotter 999 9th Street South Suite 103 Naples, Florida 34102

ARTICLE 8: BOARD OF DIRECTOR(S)

The Corporation shall have one director initially. The number of directors may be decreased or increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE 9: INITIAL DIRECTOR(S)

The name of the initial directors of this Corporation and their street addresses are:

Ron Woods 101 7th Street SW Naples, Florida 34117

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE 10: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 19th day of February, 2002.

Timothy J. Cotter, Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

WOODS ENTERPRISES OF SOUTHWEST FLORIDA, INC.

2. The name and address of the registered agent and office is:

Timothy J. Cotter, P.A. 999 9th Street South, Suite 103 Naples, Florida 34102

Signat	ure Thy Cu		
Title _	PIWIDOWT	_ 	
Date _	2-19-02		

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 PROVISION OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signatur	e why con	רמובטות
Date	2-19-02	

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SECRETARY OF STATE
TALL AHASSEF FLORIDA