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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

WHIMSY WOODS, INC.

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**ARTICLES OF INCORPORATION
OF**

WHIMSY WOODS, INC.
a Florida corporation

The undersigned, acting as incorporator of a Florida corporation under the Florida General Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is Whimsy Woods, Inc., a Florida corporation.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

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ARTICLE VINITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the principal office is 1143 SW Wildridge Court, Palm City, FL 34990, and the initial registered agent of the corporation is Edwin E. Mortell, 301 E. Ocean Boulevard, Suite 200, Stuart, Florida 34994.

ARTICLE VIINITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) officers who shall also be directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The names and addresses of the directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
President/Treasurer	Janell A. Baratta 1143 SW Wildridge Court Palm City, FL 34990
Vice President/Secretary	Gregg P. Baratta 1143 SW Wildridge Court Palm City, FL 34990

ARTICLE VIIINCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Edwin E. Mortell, III	301 E. Ocean Boulevard Suite 200 Stuart, FL 34994

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ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

ARTICLE IX

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence existence on April 24, 2002
2002.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 18th day of April, 2002.


EDWIN E. MORTELL, III
Incorporator

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STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, appeared EDWIN E. MORTELL, III, personally known to me or who produced a _____ as identification and who () did or () did not take an oath.

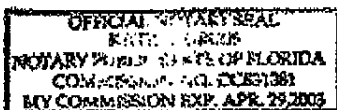
WITNESS my hand and official seal in the State and County aforesaid this
15th day of April, 2002.

Notary Public, State of Florida

Latic Gross

(Print/Type Name of Notary)

(Serial Number)



My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as registered agent of Whimsy Woods, Inc., a Florida corporation as made in the foregoing Articles of Incorporation.

Date: 4/18/02

EDWIN E. MORTELL, III
Registered Agent

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TALLAHASSEE, FLORIDA

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