Division of Corporations

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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From

Account Name : BRENNER & DIENSTAG, P.A.

Account Number : I20010000124 Phone : (305)372-8899 Fax Number : (305)381-6790

FLORIDA PROFIT CORPORATION OR P.A.

WILLS GROVES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

08/23/2002

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ARTICLES OF INCORPORATION OF WILLS GROVES, INC., a Florida Corporation

ARTICLE I - NAME

The name of this corporation is WILLS GROVES, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA 02 AUG 23 AM 7: 28

<u>ARTICLE II - DURATION</u>

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 share of One Dollar (\$1.00) per value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is 2040 SW 59th Avenue, Miami, FL 33155 and the names of the initial registered agents of this corporation at that address are JORGE E. WILLS.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director nor more than five. The name(s) and address(es) of the initial Board of Director(s) of this corporation are:

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HUGO WILLS 2040 SW 59th Avenue, Miami, FL 33155 JORGE E. WILLS 2040 SW 59th Avenue, Miami, FL 33155

ARTICLE VII - INCORPORATOR

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

JORGE E. WILLS 2040 SW 59th Avenue, Miami, FL 33155

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 23 day of August 2002.

JORGE E. WILLS, brouporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JORGE E. WILLS, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that executed those Articles of Incorporation.

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)55.

this 2 day of Manage 2002

NOTARY PUBLIC, State of Florida

at Large

Richard M. Brenner Commission # DD 019872 Expires June 3, 2005 Routed Tura

Rended Tura Atlantic Bonding Co., Inc.

My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 2040 SW 59th Avenue, Miami, FL 33155, has named JORGE E. WILLS as its agent to accept service of process within Florida.

Dated: Mano 232002

OFGE TUILS, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

JORGE E. WILLS,

Registered Agent

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Forms/Art.incor, Wills Groves.doc