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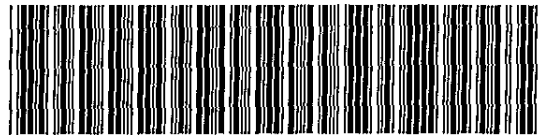
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TALLAHASSEE, FLORIDA

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WRITER'S E-MAIL ADDRESS.

jpinette@mhw-law.com

January 24, 2003

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Millwood Terrace, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Please file the original and provide us with one certified copy of the Articles along with a Certificate of Good Standing. We are enclosing a check payable to your order in the amount of \$87.50 in payment of the following items:

Filing Fee	\$35.00
Certified Copy	8.75
Certificate of Good Standing	8.75
Registered Agent Designation	<u>35.00</u>
TOTAL	\$87.50

Thank you for your assistance in this matter and if you have any questions, please do not hesitate to contact me.

Very truly yours,

MOORE, HILL & WESTMORELAND, P.A.



Judy Pinette, CLA to
J. Lofton Westmoreland

/jap
Enclosures

ARTICLES OF INCORPORATION

OF

MILLWOOD TERRACE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, who desire(s) to form a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be Millwood Terrace, Inc.

ARTICLE II - PURPOSES

The general purposes for which this corporation is organized are:

(1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE VI - CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 1,000 shares, all of which shall be voting common shares with par value of \$1.00 per share.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation in this State is 220 West Garden Street, SunTrust Tower, 9th Floor, Pensacola, Florida 32501. The initial registered agent at said registered office is J. Lofton Westmoreland.

ARTICLE VI - INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Fosha, Jr.	7271 Grashio Drive Colorado Springs, CO 80920

ARTICLE VII - BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Fosha, Jr.	7271 Grashio Drive Colorado Springs, CO 80920

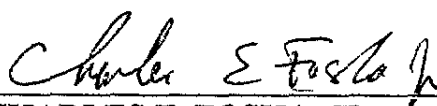
ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

ARTICLE IX - MAILING ADDRESS

The mailing address of the corporation is 220 West Garden Street, SunTrust Tower, 9th Floor, Pensacola, Florida 32501.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 24th day of January, 2003.



CHARLES E. FOSHA, JR.
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th day of January, 2003, by Charles E. Fosha, Jr., who is personally known to me or who produced N/A as identification and who did not take an oath.




Judith A. Pinette
MY COMMISSION # DD081451 EXPIRES
January 27, 2006
BONDED THRU TROY FAIN INSURANCE, INC


NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of Millwood Terrace, Inc., a Florida corporation, hereby certify that I am familiar with the obligations provided for in Florida Statutes Section 607.0505 and hereby accept the appointment of Registered Agent and hereby accept said obligations.

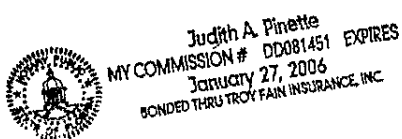
Dated this 24 day of January, 2003.


J. LOFTON WESTMORELAND

03 JAN 27 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24 day of January, 2003, by J. Lofton Westmoreland, who is personally known to me or who produced N/A as identification and who did take an oath.




NOTARY PUBLIC
My Commission Expires: