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BARBARA G. LEWIS
(Requestor's Name)

3317 MICANOPY TRAIL
(Address)

(Address)

TALLAHASSEE FL 32312
(City/State/Zip/Phone #)

(850) 893-1415

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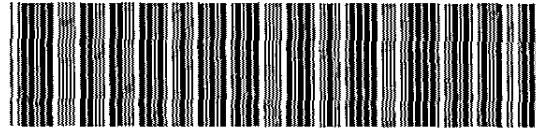
WINTER STAR ENTERPRISES, INC.
(Business Entity Name)

(Document Number)

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**ARTICLES OF INCORPORATION OF
WINTER STAR ENTERPRISES, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

Article 1

Name

The name of this corporation shall be Winter Star Enterprises, Inc.

Article 2

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

Article 3

Agent

The registered agent of this corporation shall be:

Barbara G. Lewis

The address of the registered agent shall be:

3317 Micanopy Trail
Tallahassee, Florida 32312

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Article 4

Existence

This corporation shall have perpetual existence.

Article 5

Address

The initial street address of the principal office of this corporation shall be:

1940 North Monroe Street

Tallahassee, Florida 32303

Article 6

Capital Stock

The capital stock of this Corporation shall consist of 100 shares of voting common stock having a par value of ten cents (\$0.10) each.

Article 7

Preemptive Rights, Cumulative voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

Article 8

Directors

This Corporation shall have no less than one director (1). The Board of Directors of the Corporation shall consist of all of the stockholders (or, if any stockholder is a corporation or other entity, such shareholder's duly authorized representative). The

initial director of the Company shall be as follows:

Name: Barbara G. Lewis

Address: 3317 Micanopy Trail
Tallahassee, Florida 32312

Article 9

Incorporator

The name and address of the Incorporator is:

Larry L. Lewis
3317 Micanopy Trail
Tallahassee, Florida 32312

Article 10


Officers

The officers of the corporation shall be a president, vice-president, treasurer, and a secretary, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such a time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>
President	Barbara G. Lewis
Vice-President	Larry L. Lewis
Secretary	Jason M. Lewis
Treasurer	Matthew B. Lewis

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 9 day of April, 2003.

Notary Public State of Florida

 DD083047 Exp. 01/09/06
Printed name of notary; commission number and expiration of commission

Personally known to me;



Enrique Marin
MY COMMISSION # DD083047 EXPIRES
January 9, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

or produced the following identification:

Driver License L200-532-52-051

Article 11

Indemnification

The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is, or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgements, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 9 APRIL 2003, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Incorporator 

Certificate Of Designation of 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.

The name of the corporation is:

Winter Star Enterprises, Inc.

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

Barbara G. Lewis
3317 Micanopy Trail
Tallahassee, Florida 32312

Signature, Barbara G. Lewis

Title President

Date 4-9-03

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature Barbara G. Lewis

Date 4-9-03

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