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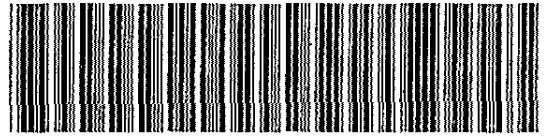
(Business Entity Name)

(Document Number)

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02/10/05--01031--014 **78.75

FILED
05 FEB 10 PM 2:56
NOT RECORDED

V. Ingram

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Needles Witthoff

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$ 78.75 representing the filing fee and a certificate.

From: Stacy I Witthoff
1241 Lilac Court
Marco Island, FL 34145

ARTICLES OF INCORPORATION

OF

NEEDLES WITTHOFF, INC.

FILED

05 FEB 10 PM 2:56

**CLERK OF STATE
TALLAHASSEE, FLORIDA**

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Needles Witthoff, Inc.. The address of the principle office of this corporation shall be 901 N. Collier Blvd. Marco Island, FL 34145 and the mailing address of the corporation shall be 901 N. Collier Blvd. Marco Island, FL 34145

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 500 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 523 Goodland W Drive Goodland, FL 34140 and the name of the initial registered agent of the corporation is Bernard P. Decko Jr..

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Directors are:

Scott N. Needles
904 Juniper Court
Marco Island, FL 34145

President and Director

Stacy I Witthoff
1241 Lilac Court
Marco Island, FL 34145

Treasurer and Director

ARTICLE VII. INCORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

Stacy I Witthoff
1241 Lilac Court
Marco Island, FL 34145

IN WITNESS WHEREOF, the undersigned has hereunto set their hand on this 7th day of FEB, 2005

Stacy Witthoff

FILED

05 FEB 10 PM 2:56

COURT CLERK OF STATE
TALLAHASSEE, FLORIDA

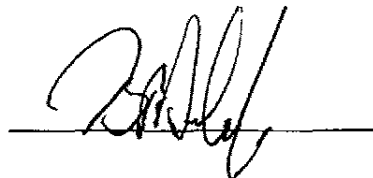
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS TO THE
FOLLOWING STATEMENT DESIGNATING ITS REGISTERED
OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Needles Witthoff, Inc..
2. Name and address of the registered agent and office is:

Bernard P. Decko Jr.
523 Goodland W Drive
Goodland, FL 34140

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 OF REGISTERED AGENT AND AGREE TO ACT IN
THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PROFORMANCE OF MY DUTIES AND OBLIGATIONS OF
MY POSITION AS REGISTERED AGENT.



Date: 2/3/05