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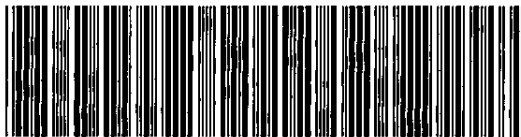
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 MAR 30 PM 3:46

FILED

J. Shivers APR 06 2010

W10-15923

ROBERT P. SALTSMAN, P. A.

Attorney at Law

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POST OFFICE BOX 2146
WINTER PARK, FLORIDA 32790
WRITER'S E-MAIL ADDRESS:

aimee@saltsmanpa.com

March 26, 2010

Via Federal Express

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: **Articles of Incorporation of Willow Bridge Company**

Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation for Willow Bridge Company, along with check number 8303 in the amount of \$70 .00 for the filing of same.

If you need anything further from us, please feel free to contact me. Thank you for your assistance.

Sincerely,



Aimee Ellen Rox
Legal Assistant

aer
Enclosures

2010 MAR-30 PM 5:46
TALLAHASSEE, FLORIDA
RECEIVED
DIVISION OF CORPORATIONS
STATE OF FLORIDA

**ARTICLES OF INCORPORATION
OF**

Willowbridge Holdings Company

FILED
2010 MAR 30 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is *Willowbridge Holdings Company* The principal office address is 222 South Pennsylvania Ave., Suite 200, Winter Park, FL 32789.

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose for which this corporation is organized is to act as an insurance agency and is organized under the laws of the United States of America and under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the board of directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be Martin B. Stringfellow. The street address of the initial registered office of this corporation is 222 South Pennsylvania Ave., Suite 200, Winter Park, Florida 32789. The board of directors from time to time may move the registered office of the corporation to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a board of directors for this corporation that shall consist of not less than one (1). Except the number constituting the initial board of directors, the number of directors shall be decided by the resolution of the shareholders.

ARTICLE VII

BOARD OF DIRECTORS

The names and address of the members of the initial board of directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal, or death, is:

<u>Name</u>	<u>Street Address</u>
Martin B. Stringfellow	222 South Pennsylvania Ave. Suite 200 Winter Park, FL 32789

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is Martin B. Stringfellow, 222 South Pennsylvania Ave., Suite 200, Winter Park, FL 32789.

ARTICLE IX

BYLAWS

The powers to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the corporation.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI

PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director at the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

26th IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this day of March, 2010.



Martin B. Stringfellow


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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Willowbridge Holdings Company desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Winter Park, State of Florida, has named Martin B. Stringfellow, 222 South Pennsylvania Ave., Suite 200, Winter Park, FL 32789, as agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Martin B. Stringfellow, Registered Agent
3/26/10.

Date:

FILED
2010 MAR 26 PM 3:46
CLERK OF DISTRICT COURT
JULIAN S. BEE, CLERK
TALLAHASSEE, FLORIDA