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RICKEY L. FARRELL

ATTORNEY AT LAW, P.A.  
1595 S.E. PORT ST. LUCIE BOULEVARD  
PORT ST. LUCIE, FL 34952  
(407) 335-5455  
FAX (407) 337-3485

April 11, 1995

State of Florida  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

7000001458587  
-04/18/95--01020--004  
\*\*\*122.50 \*\*\*122.50

RE: Winn Brothers, Inc.

Dear Sir:

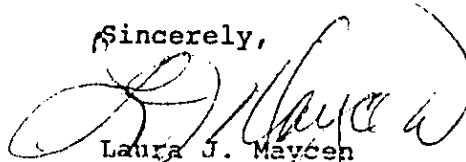
Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Certificate Designating Registered Agent. Please file the original in your offices and certify and return to us a certified copy.

I am enclosing a check in the amount of \$122.50 covering:

\$ 35.00	-	Filing Fee
52.50	-	Certified Copy
<u>35.00</u>	-	Registered Agent Designation
\$122.50		

Thank you for your cooperation in this matter.

Sincerely,



Laura J. Maycen  
Assistant to  
Rickey L. Farrell

enc.

B. REGISTER APR 20 1995

FILED  
95 APR 17 AM 8 21  
SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION  
OF  
WINN BROTHERS, INC.**

**FILED**  
95 APR 17 AM 8:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of this corporation is Winn Brothers, Inc.

**ARTICLE II - DURATION**

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 807, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash 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 issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal place of business of this corporation is 801 S.W. Bayshore Boulevard, Port St. Lucie, Florida 34984 and the name of the initial registered agent of this corporation is Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 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 one Director nor more than seven. The name and address of the initial Board of Directors of this corporation is:

George K. Winn, Jr.  
801 S.W. Bayshore Boulevard  
Port St. Lucie, FL 34984

### ARTICLE VIII - INCORPORATORS

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

George K. Winn, Jr.  
801 S.W. Bayshore Boulevard  
Port St. Lucie, FL 34984

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

### ARTICLE X - 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 11<sup>th</sup> day of April, 1995.

George K. Winn, Jr.  
GEORGE K. WINN, JR.  
Incorporator

### STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared George K. Winn, Jr., who have produced N/A as identification or is personally known to me and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the Articles of Incorporation.

11<sup>th</sup> IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of April, 1995.

(S E A L)

Laura J. Maycen  
Notary Public State of Florida  
Printed Signature: Laura J. Maycen  
My Commission No: CC106592  
My Commission Expires: May 7, 1995

Notary Public  
State of Florida at Large  
My Commission Expires:  
May 7, 1995

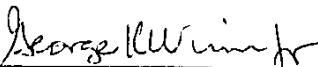
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95 APR 17 AM 8:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

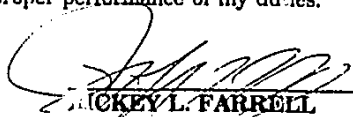
In compliance with Section 48.091 and 607.094, Florida Statutes, the following is submitted:

**FIRST** that **Winn Brothers, Inc.**, is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 801 S.W. Bayshore Boulevard, Port St. Lucie, FL 34984, has named Rickey L. Farrell, Esquire, 1695 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952, as its agent to accept service of process within Florida.

Dated: April 11<sup>th</sup>, 1995

  
\_\_\_\_\_  
GEORGE K. WINN, JR., Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree 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.

  
\_\_\_\_\_  
RICKEY L. FARRELL  
Registered Agent