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LAW OFFICES
J. STANFORD LIFSEY, P.A.
120 W. HYDE PARK PLACE, SUITE 120
TAMPA, FLORIDA 33606-2340

J. STANFORD LIFSEY

PHONE 251-2121
AREA CODE 813

July 3, 1995

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

200001588552
-07/10/95--01053--005
***122.50 ***122.50

Re: Willow, Inc.

EFFECTIVE DATE
7-31-95

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for
WILLOW, INC. Please certify and return the copy to me.

A check in the amount of \$122.50 is enclosed to cover the costs of filing.

Sincerely,

J. Stanford Lifsey
J. Stanford Lifsey, Esquire

1995 JUL 10 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JSL/es

Enclosure

F6-8276
W-5-14258

R. CHRESSER AUG 3 1995



FLORIDA DEPARTMENT OF STATE

July 14, 1995

Sandra B. Mortham
Secretary of State

J STANFORD LIFSEY ESQUIRE
120 W HYDE PARK PLACE SUITE 120
TAMPA, FL 33606-2340

SUBJECT: WILLOW, INC.
Ref. Number: W95000014256

We have received your document for WILLOW, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 295A00034004

ARTICLES OF INCORPORATION
OF
SUN WILLOW, INC.

EFFECTIVE DATE
7-31-95

ARTICLE I. NAME

The name of this corporation is Sun Willow, Inc.

ARTICLE II. DURATION

This corporation shall have a perpetual existence, commencing on the date of incorporation. JULY 31, 1995

ARTICLE III. PURPOSES

The general purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 par value common stock and same shall be of a single class.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

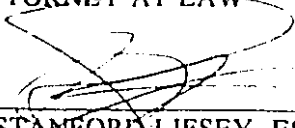
The street address of the initial principal office of the corporation is 120 Hyde Park Place, Suite 120, Tampa, Florida 33606, and the name of the initial Registered Agent is J. STANFORD LIFSEY, P.A., ATTORNEY AT LAW.

ARTICLE VI. REGISTERED AGENT

Pursuant to Chapter 48.091 of the Florida Statutes, and in compliance with said act, J STANFORD LIFSEY, P.A., ATTORNEY AT LAW, is hereby designated as the corporation's agent to accept service of process within the State of Florida, with its address at 120 Hyde Park Place, Suite 120, Tampa, Florida 33606. J. STANFORD LIFSEY, ESQUIRE, as President of J. STANFORD LIFSEY, P.A., ATTORNEY AT LAW, by his signature hereunder, does hereby state that he is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

J STANFORD LIFSEY, P.A.,
ATTORNEY-AT-LAW

By:


J. STANFORD LIFSEY, ESQUIRE
President
Registered Agent

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) directors and three (3) officers. The number of directors may be either increased or decreased from time to time, by the by-laws of this corporation, but shall never be less than one. The name and address of the initial directors of this corporation are:

NAME

ADDRESS

Fred Williams

546 Market Square West, Lakeland, Florida 33813

Ann Hubbard, Ph.D.

306 Lithia Pinecrest Road, Brandon, Florida 33511

OFFICERS OF THE CORPORATION

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
J Stanford Lifsey	President	120 W. Hyde Park Place, Suite 120, Tampa, Florida 33606
Ann Hubbard, Ph.D	Vice President	306 Lithia Pinecrest Road, Brandon, Florida 33511
Edith Stewart	Secretary	120 W. Hyde Park Place, Suite 120, Tampa, Florida 33606

ARTICLE VIII. INCORPORATORS

The name and address of the person signing the Articles of Incorporation is J. Stanford Lifsey.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon shareholders to subject to this reservation.

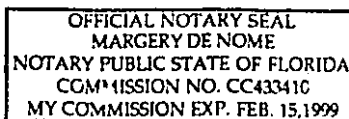
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of July, 1995.

STATE OF FLORIDA,
COUNTY OF HILLSBOROUGH:

J. STANFORD LIFSEY

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State of Florida, County of Hillsborough, appeared J. STANFORD LIFSEY, personally known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforementioned above this 31st day of July, 1995



My Commission Expires:

Margery De Nome
NOTARY PUBLIC
State of Florida at Large
MARGERY DE NOME
(Print/type name of Notary Public)