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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
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(((H96000002618))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WINTERS END FARM, INC.

FAX AUDIT NUMBER: H96000002618

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/23/1996

TIME REQUESTED: 09:27:14

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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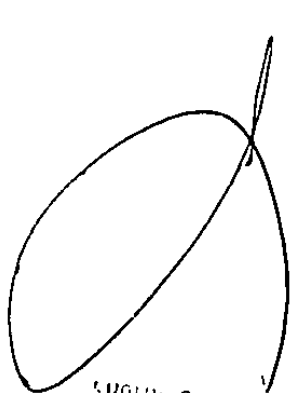
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TALLAHASSEE, FLORIDA

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FLORIDA DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

Winters End Farm, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(4)

ARTICLE I - NAME

The name of this corporation is *Winters End Farm, Inc.*

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value \$ 1.00 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is *5250 SW 130 Ave., Ft. Lauderdale, FL 33330* and the name of the initial registered agent of this corporation at that address is *Nancy P. Meyer*

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time to time by the bylaws but shall never be less than one (1).

The name and address of the initial director and officer of this corporation are:

Nancy P. Meyer
5250 SW 130 Ave.
Ft. Lauderdale, Fl. 33330

Prepared By: Stephen Hayden, accountant
4101 N. Andrews Ave. #307
FT. LAUDERDALE, FL 33309
(954) 565-4575

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ARTICLE VII - INDEMNIFICATION

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is:

Nancy P. Meyer
5250 SW 130 Ave.
Ft. Lauderdale, Fl. 33330

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of February, 1996



Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

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In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said act:

First - That Winter End Farm, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Ft. Lauderdale, County of Broward, State of Florida has

named Nancy R. Meyer at 5250 SW 130 Ave Ft. Lauderdale, Fl. as its agent to accept service of process within this state. 33300

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By 

PLACE OF BUSINESS AND CORPORATE OFFICE:

The corporate office and place of business is 5250 SW 130 Ave, Ft. Lauderdale, Fl. 33330

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared By: Accountants' Assn.

Stephen M. Haydon
4101 N. Andrews Ave. - Ste. 307
Ft. Lauderdale, Fl. 33309

954-565-4575

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