MIDDLETON & PRUGH, P.A.

303 State Road 26 Irose, Florida 32666 352-475-1611 352-475-5968 (Fax)

ATTORNEYS AT LAW

JOHN D. MIDDLETON R. MITCHELL PRUGII

April 3, 1996

Secretary of State Division of Corporations P. O. Box 6327 Tallahasree, FL 32314

30000017713833 -0405/96-91098-012 ******70.00 *****70.00

Formation of Corporation

Winter Corporation of Flagler Beach

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation and Designation of Registered Agent.

A check in the amount of \$70.00 is enclosed for filing fee. Please confirm filing by return letter.

Thank you for your assistance in this matter.

Sincerely,

MITCA J'SMETH

Paralegal

/mjs Enclosures

ARTICLES OF INCORPORATION OF WINTER CORPORATION OF FLAGLER BEACH

EFFEDTIVE DATE

Article I

Name. The name of this Corporation is WINTER CORPORATION OF FLAGLER BEACH, and the principal office address of the corporation is P.O. Box 911, Flagler Beach, Florida 32136.

Article II

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 313. South Third Street, Flagler Beach, Florida 32136 and the name of the initial registered agent of this Corporation is John D. Middleton, Esquire, 303 State Road 26, Melrose, Florida 32666.

Article III

<u>Capital Stock.</u> This Corporation is authorized to issue 25 shares of One Dollar (\$1.00) par value common stock. All shareholders shall have preemptive rights in future stock sales by the corporation.

Article IV

<u>Duration</u>. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article V

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida Business Corporation Act.

Article VI

Initial Reard of Directors. The Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is WANITA G. WINTER, P.O. Box 911, Flagler Beach, Florida, 32136.

Article VII

Incorporator. The name and address of the person signing these Articles is WANITA G. WINTER, P. O. Box 911, Flagler Beach, Flagler County, Florida, *.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of April, 1996.

WANITA G. WINTER Incorporator

STATE OF FLORIDA COUNTY OF PUTNAM

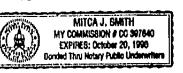
Before me, personally appeared WANITA G. WINTER, who is personally known to me, and who being first duly sworn by me

deposes and says that she is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 2nd day of April, 1996.

Notary Public, State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICITE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapters 48.091, 607.0501, Fiorida Statutes, the following is submitted, in compliance with said Acts:

First--that WINTER CORPORATION OF FLAGLER BEACH desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at City of Flagler Beach, County of Flagler, State of Florida, has named John D. Middleton, Esquire, MIDDLETON & PRUGH, 303 State Road 26, Melrose, Putnam County, Florida, 32666, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby state I am familiar with the obligations of registered agent, I accept to act in this capacity, and I agree to comply with the provisions of said Act relative to keeping open said office.

JOHN D. MIDDLETON, ESQUIRE