

1200 HAYS STREET
PALM BEACH, FL 33411-2007
904-241-7000
904-22-0100 FAX

000-44-0000

096000076067



PROSPECT/CLIENT
FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 083333 4327828

AUTHORIZATION : *Palucia Pizzich*

COST LIMIT : \$ 122.50

ORDER DATE : September 12, 1996

ORDER TIME : 10:25 AM

ORDER NO. : 083333

CUSTOMER NO: 4327828

100001945741

CUSTOMER: Ms. Paulette Clark
ALLEY, MAASS, ROGERS &
LINDSAY, P.A.
321 Royal Poincianna Pl.

Palm Beach, FL 33480

DOMESTIC FILING

NAME: SOFT WINDS CORP.

EFFECTIVE DATE: 09/11/96

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

WCE
9/12/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 SEP 12 PM 2:52

NOT RECEIVED
DIVISION OF CORPORATION
55 SEP 12 PM 12:13

EFFECTIVE DATE
9/11/96

ARTICLES OF INCORPORATION
OF
SOFT WINDS CORP.

FLORIDA
SECRETARY OF STATE
CORPORATION DIVISION
96 SEP 12 PM 2:52

ARTICLE I - NAME

The name of this corporation is Soft Winds Corp.

ARTICLE II - DURATION

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, 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 - PRINCIPAL OFFICE; MAILING ADDRESS

The mailing address of this corporation is 1600 S. E. 17th Street, Fort Lauderdale, Fl 33316.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Warren D. Hayes, Sr.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

Donald R. Hinkley
105 Sago Palm Road
Vero Beach, Florida 32963

ARTICLE IX - INCORPORATOR

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

Warren D. Hayes, Sr.
321 Royal Poinciana Plaza
Palm Beach, FL 33480.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - BY-LAWS

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

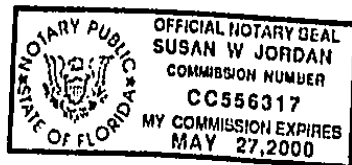
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11th day of September, 1996.

Warren D. Hayes Sr.
Warren D. Hayes, Sr.

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this 11th day of Sept., 1996, by Warren D. Hayes, Sr., who is personally known to me

Susan W. Jordan
Signature of Person Taking
Acknowledgment

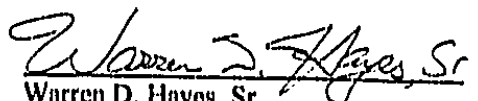


Name typed, printed or stamped
Title or Rank: _____
Serial Number: _____

Acceptance of Designation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 12 PM 2:52

The undersigned, Warren D. Hayes, Sr., hereby accepts the designation of himself as registered agent for Soft Winds Corp. and agrees to serve in compliance with all applicable Florida Statutes. I am familiar with and accept the obligations of my position as registered agent.


Warren D. Hayes, Sr.
Warren D. Hayes, Sr.