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GODBOLD, DOWNING, SHEAHAN & BATTAGLIA

A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

222 WEST COMSTOCK AVENUE
SUITE 101
WINTER PARK, FLORIDA 32789

September 23, 1996

GENE H. GODBOLD
GRANT T. DOWNING
MICHAEL J. SHEAHAN
WILLIAM P. BATTAGLIA
JOHN HOWELL BILL
JANET M. LOWER

FILED
56 SEP 26 1996
POST OFFICE BOX 1264
WINTER PARK, FLORIDA 32789
TELEPHONE (407) 847-4418
FACSIMILE (407) 847-2088

Mr. John Hall
Hall's Air Freight
P.O. Box 6332
Tallahassee, Florida 32314

600001957726
-09/26/96--01031--001
****122.50 ****122.50

Re: EPI-Alhambra II, Inc.

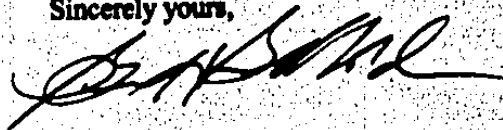
Dear John:

Enclosed please find original and counterpart of Articles of Incorporation of EPI-Alhambra II, Inc. for filing with the Secretary of State, together with our check in the amount of \$122.50.

Please file the above, obtain a certified copy and return to the undersigned via U.S. Mail.

Thank you for your assistance. If you have any questions or comments, please do not hesitate to contact me or my secretary, Cathy.

Sincerely yours,



Gene H. Godbold

GHG:cah
Encls.

*Call John Hall
when ready*

RECEIVED
96 SEP 26 11:20
DIVISION OF CORPORATION

SEP 26 1996

ARTICLES OF INCORPORATION
OF
EPI-ALHAMBRA II, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 26 PM 12:08

FILED

The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the Corporation shall be EPI-ALHAMBRA II, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 359 Carolina Avenue, Winter Park, Florida 32789.

ARTICLE III

Corporate Purpose, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 359 Carolina Avenue, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be James H. Pugh, Jr.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of three (3) persons. The name and address of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
James H. Pugh, Jr.	359 Carolina Avenue Winter Park, Florida 32789
Greg Jacoby	359 Carolina Avenue Winter Park, Florida 32789
Kyle Riva	359 Carolina Avenue Winter Park, Florida 32789

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

James H. Pugh, Jr.
359 Carolina Avenue
Winter Park, Florida 32789

ARTICLE IX

Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in Florida Statutes §607.0630.

Executed this 19th day of September, 1996.

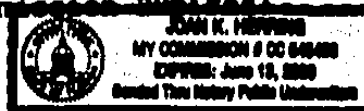
[Signature]
JAMES H. PUGH, JR., Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th day of September, 1996, by JAMES H. PUGH, JR. [X] who is personally known to me or [] has produced _____ as identification.

[Signature]
NOTARY PUBLIC

My Commission Expires _____



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

[Signature]
JAMES H. PUGH, JR.
Registered Agent

Date: September 19, 1996

FILED
96 SEP 26 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA