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WOODSTOCK ENTERPRISES
J. ROBERT WOODSTOCK
P. O. BOX 12801, LAKE PARK, FLORIDA
33403-2801

March 22, 1997

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327, TALLAHASSEE, FL
32314

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Dear Sirs:

On February 21, 1997 my company's Fictitious name "WOODSTOCK ENTERPRISES" was registered with your office as a Sole Proprietor. (REGISTRATION NUMBER: G97052000301)

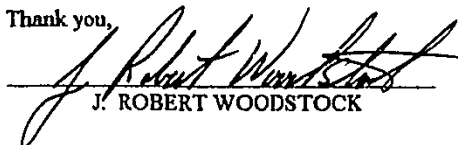
I now find that I need to incorporate to take full advantage of tax and liability reasons. Please find enclosed here-in the necessary documents for incorporation and the fees applicable to this activity.

Filing fee:	\$35.00
Registered Agent Designation:	\$35.00
Certified Copy of Of Articles of Incorporation:	\$52.50
Certified Certificate of Incorporation :	\$ 8.75

Total: \$ 131.25

I now hereby request to apply for Corporate Status as "WOODSTOCK ENTERPRISES INC." and will apply for Subchapter S. If you have any questions regarding my application, please call me at (904) 844-1890.

Thank you,


J. ROBERT WOODSTOCK

FILED
97 MAR 26 PM 2:59
DIVISION OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

of

WOODSTOCK ENTERPRISES INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

WOODSTOCK ENTERPRISES INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
2707 Richard Road		
CITY	Lake Park,	FLORIDA ZIP 33403
Mailing address, if different		
STREET ADDRESS		
Post Office Box 12801		
CITY	Lake Park	FLORIDA ZIP 33403

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	J. Robert Woodstock		
ADDRESS	2707 Richard Road		
CITY	Lake Park	FLORIDA	ZIP 33403

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 (THREE) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


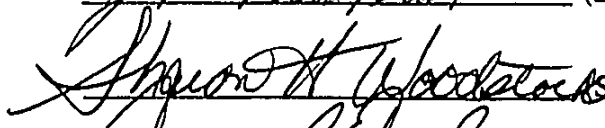
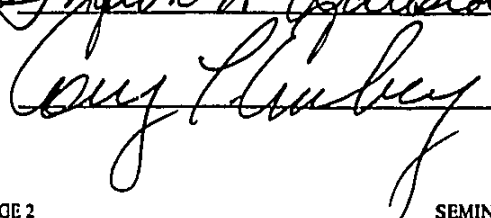
NAME	J. Robert Woodstock		
ADDRESS	2707 Richard Road		
CITY	Lake Park	STATE	Florida ZIP 33403
NAME	Sharon H. Woodstock		
ADDRESS	2707 Richard Road		
CITY	Lake Park	STATE	Florida ZIP 33403
NAME	Cory T. Embury		
ADDRESS	401 Southwind Drive		
CITY	North Palm Beach	STATE	Florida ZIP 33408

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	J. Robert Woodstock		
ADDRESS	2707 Richard Road		
CITY	Lake Park	STATE	Florida ZIP 33403
NAME	Sharon H. Woodstock		
ADDRESS	2707 Richard Road		
CITY	Lake Park	STATE	Florida ZIP 33403
NAME	Cory T. Embury		
ADDRESS	401 Southwind Drive		
CITY	North Palm Beach	STATE	Florida ZIP 33408

The undersigned incorporator(s) have executed these Articles of Incorporation this 21 st day of March, 19 97.

 (Signature)
 (Signature)
 (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

WOODSTOCK ENTERPRISES INC.

(name of corporation)

FILED
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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

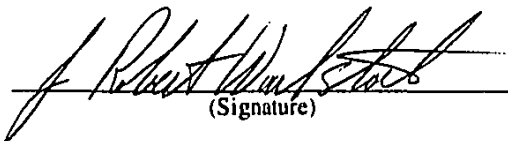
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2707 Richard Road, Lake Park, FL 33043 Palm Beach County

has named J. Robert Woodstock

located at the aforesaid address, as its registered agent to accept service of process within this state.

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)

March 21, 1997
(Date)