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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MCWILLIAMS GROUP, INC.

AUDIT NUMBER.....H97000009064

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

(4)

OF

McWILLIAMS GROUP, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida under the corporation name of McWILLIAMS GROUP, INC., does hereby set forth and declare:

ARTICLE I

The name of the corporation shall be McWILLIAMS GROUP, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under applicable law.

ARTICLE III

The authorized capital stock which the corporation may issued shall be ONE THOUSAND (1000) shares of \$1.00 per value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

ARTICLE IV

The corporation shall commence business on filing with the Secretary of State.

ARTICLE V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

ARTICLE VI

The principal place for the transaction of its business shall be at 834 Cal Cove Drive, Fort Myers, County of Lee, State of Florida 33919. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

This Instrument Prepared By:
Mary V. Palumbo, Attorney at Law
8695 College Parkway, Suite 113
Fort Myers, Florida 33919
Florida Bar #978116

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(813) 437-1197

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EMPIRE CORPORATE KIT

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ARTICLE VII

The name and address of the initial registered agent is:

Edward C. McWilliams
834 Cal Cove Drive
Fort Myers, FL 33919

ARTICLE VI

The name and street address of the incorporators to these Articles of Incorporation are:

Name
Edward C. McWilliams

Address
834 Cal Cove Drive
Fort Myers, FL 33919

The undersigned incorporators have executed these Articles of Incorporation this 1st day of June, 1997.


EDWARD C. McWILLIAMS

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

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

McWILLIAMS GROUP, INC., with its principal office, as indicated in the Articles of Incorporation, at 834 Cal Cove Drive, Fort Myers, County of Lee, State of Florida 33919, has named EDWARD C. McWILLIAMS, located at 834 Cal Cove Drive, Fort Myers, County of Lee, State of Florida, 33919, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:
(MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at the 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: 

EDWARD C. McWILLIAMS
Registered Agent

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