ACCOUNT NO. : 072100000032

REFERENCE: 666842

AUTHORIZATION :

COST LIMIT : \$ 131.25

ORDER DATE: January 13, 1998

ORDER TIME: 11:43 AM

ORDER NO. : 666842-005

CUSTOMER NO: 4381472

THE UNITED STATES **CORPORATION**

Janice Myers, Legal Assistant CUSTOMER:

BROAD AND CASSEL

800002398488--

Suite 1100

390 North Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME:

_WOODBURY, INC.

EFFECTIVE DATE:

XX 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: Jon A Bowling

EXAMINER'S INITIALS:

2544-W98-856



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS

98 JAN 13 AM 8: 36

January 13, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: WOODBURY, INC. Ref. Number: W98000000856

RESUBMIT

Please give original submission date as file date.

We have received your document for WOODBURY, INC. and the authorization to debit your account in the amount of \$131.25. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

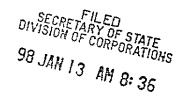
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 398A00001977

98 JAN 14 PM 4: 15 DIVISION OF CORPORATION



ARTICLES OF INCORPORATION

OF

WOODBURY EQUITIES, INC.

ARTICLE I - NAME

The name of this corporation is WOODBURY EQUITIES, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 535 Park Avenue, North, Winter Park, Florida 32789.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Central Florida, Inc.	390 North Orange Avenue Suite 1100
	Orlando, Florida 32801

Address

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and street address of the initial member of this corporation's initial Board of Directors is as follows:

Udo Garbe

535 Park Avenue, North Winter Park, FL 32789

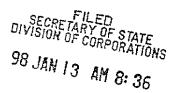
IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 12th day of January, 1998.

B&C Corporate Services of Central

Florida, Inc.

Douglas E. Starcher

Vice President



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, <u>Florida Statutes</u>, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1. The name of the corporation is WOODBURY: EQUITIES, INC.
- 2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC. 390 North Orange Avenue, Suite 1100 Orlando, Florida 32801

WOODBURY EQUITIES, INC.

By: B&C Corporate Services of

Central Florida, Inc.

By: Ouglas E. Starcher

Vice President

Title: Incorporator

Dated this 12th day of January, 1998.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C Corporate Services of Central Prorida, Inc.

Central Florida Inc.

By: Douglas E. Starcher

Vice President

Dated this 12th day of January, 1998.