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May 28, 1998

July 1st

FEDERAL EXPRESS

Mr. John Hall
Hall's Delivery Service
Post Office Box 6332
Tallahassee, Florida 32314

Re: EPI-Charlotte, Inc.

200002541852--4
-06/01/98--01023--016
***122.50 ***122.50

Dear John:

Enclosed please find original and photocopy of Articles of Incorporation of EPI-Charlotte, Inc., together with check in the amount of \$122.50.

Upon receipt, please file the original with the Secretary of State, obtain a certified copy and return to me via U.S. Mail.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

Gene H. Godbold

GHG/cah
Encls.

FILED
98 JUN -1 AM 11:57
SECRETARY OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JUN -1 AM 10:
DEPARTMENT OF S
DIVISION OF CORP
TALLAHASSEE, FL

P. Hall
JUN -1 1998
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ARTICLES OF INCORPORATION

FILED

OF

98 JUN -1 AM 11:57

EPI-CHARLOTTE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-CHARLOTTE, INC.

ARTICLE II

Principal Office

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

ARTICLE III

Corporate Purposes, 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 one (1) person. The name and address of the person who shall serve as Director of the Corporation until the first meeting of shareholders is:

<u>Name</u>	<u>Address</u>
James H. Pugh, Jr.	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 27th day of May, 1998.



JAMES H. PUGH, JR., Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27th
day of May, 1998, by JAMES H. PUGH, JR. [] who is personally
known to me or [] has produced _____ as
identification.



Cathy Hahn
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.

James H. Pugh, Jr.

JAMES H. PUGH, JR.
Registered Agent

Date: May 27, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA