

TRANSMITTAL LETTER

*DA900107514*

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

500003062235-6  
-12/06/99-01124-008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Willow, Inc  
(Proposed corporate name - must include suffix)

99 DEC 13 PM 3:53  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Henny DeWenden  
Name (Printed or typed)

8647-9 Little Rd  
Address

New Port Richey, FL 34652  
City, State & Zip

727-848-1830  
Daytime Telephone number

*2000-03-25 4412550  
11/44-27978*

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 8, 1999

HENRY DEWEERD  
8647-9 LITTLE ROAD  
NEW PORT RICHEY, FL 34652

SUBJECT: WILLOW, INC.  
Ref. Number: W99000027978

We have received your document for WILLOW, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 399A00057682

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99 DEC 13 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
*of*  
**Willow Network, Inc**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is Willow Network, Inc.

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

8647-9 Little Rd  
New Port Richey, FL 34654

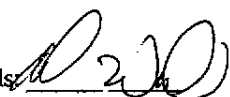
**ARTICLE III**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Henry DeWeerd  
Willow Network, Inc

Initials 

8647-9 Little Road  
Pasco County  
New Port Richey, FL 34654

**ARTICLE V  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI  
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Henry DeWeerd  
8647-9 Little Rd  
New Port Richey, FL 34654

Willodene DeWeerd  
8467-9 Little Rd  
New Port Richey, FL 34657

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VII  
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an

improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.


### ARTICLE VIII OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

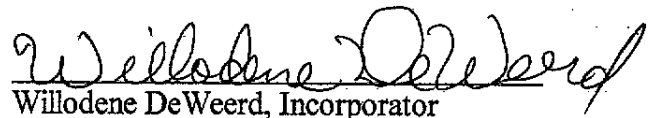
Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

#### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
Henry DeWeerd, Incorporator  
8647-9 Little Rd

New Port Richey, FL 34654



Willodene DeWeerd, Incorporator

8647-9 Little Rd

New Port Richey, FL 34654

**CERTIFICATE DESIGNATING REGISTERED AGENT AND,  
ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA.**

Pursuant to Florida Statute 48.091, Willow Network, Inc., desiring to organize under the laws of the state of Florida, hereby designates Henry DeWeerd as it's registered agent to accept service of process within the state of Florida.

**ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named corporation, the place designated and agrees to comply with the provision of the Florida Statute 48.091 (3) relative to maintaining an office for the service of process.

  
Henry DeWeerd

8647 Little Rd, Suite 9  
New Port Richey, Fl 34654

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TALLAHASSEE, FLORIDA