

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Pg7000064981

Mariner Boulevard
Funeral Chapel, Inc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 28 PM 1:27

✓ Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File 64981 002248645--5
L.C. File -07728797--01035--010
Fictitious Name File _____
Name Reservation _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

Signature _____

Requested by: CJB

Name _____

Date 7.28

Time 940

Walk-In _____

Will Pick Up _____

RP
7-28-97

ARTICLES OF INCORPORATION
OF

MARINER BOULEVARD FUNERAL CHAPEL, INC.

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DIVISION OF CORPORATIONS

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The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is MARINER BOULEVARD FUNERAL CHAPEL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and engaging in any activities or business for which corporations may be incorporated under Chapter 607, Florida Statutes as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five thousand (5,000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares".

Such common stock shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the principal office of the corporation is 14060 Triton Drive, Brooksville, Florida, 34609. The street address of the initial registered office of this corporation is 14060 Triton Drive, Brooksville, Florida, 34609. The name of the initial registered agent of this corporation at that address is DOUGLAS A. McCAUL.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation initially shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by amendment of the bylaws of the corporation; however, there shall never be less than one directors.

The name and address of the initial Board of Directors of the corporation are:

DOUGLAS A. McCAUL
14060 Triton Drive
Brooksville, Florida 34609

VELVA D. McCAUL
14060 Triton Drive
Brooksville, Florida 34609

ARTICLE VIII - INCORPORATORS

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

DOUGLAS A. McCAUL
14060 Triton Drive
Brooksville, Florida 34609

VELVA D. McCAUL
14060 Triton Drive
Brooksville, Florida 34609

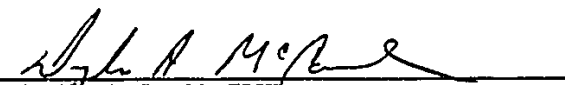
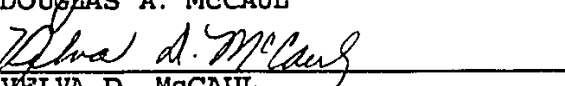
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto by a majority vote of the shareholders, if shares have been issued; and if not, then by a majority of the directors. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation on the 25th day of July, 1997.


DOUGLAS A. McCAUL

VELVA D. McCAUL

STATE OF FLORIDA

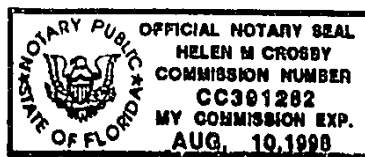
COUNTY OF HERNANDO

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DOUGLAS A. McCAUL and VELVA D. McCAUL, known by me to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation and who furnished as proof of identification: personally known.

IN WITNESS WHEREOF I have set my hand and seal in the state and county above this 25th day of July, 1997.


Printed name: Helen M. Crosby
Notary Public

Commission:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That MARINER BOULEVARD FUNERAL CHAPEL, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 14060 Triton Drive, Brooksville, Florida, 34609, has named DOUGLAS A. McCAUL, whose address is 14060 Triton Drive, Brooksville, Florida, 34609, as its agent to accept service of process within Florida.

DATED: July 25, 1997

SIGNED:

Douglas A. McCaul
DOUGLAS A. McCAUL
Velva D. McCaul
VELVA D. McCAUL

ACCEPTANCE

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned hereby agrees to act in this capacity; and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

DATED: July 25th, 1997

Douglas A. McCaul
DOUGLAS A. McCAUL
Registered Agent

FILED
CLERK OF CIRCUIT COURT
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