

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS
21 AUG 21 AM 7:59

P98000073540

Priority Living, Inc.

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-08/13/98--01079--014
****122.50 ****122.50

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ 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 _____

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98 AUG 13 PM 1:48
DIVISION OF CORPORATIONS

Signature _____

Requested by: _____

Name _____

8/13/98

Date _____

12:45

Time _____

Walk-In _____

Will Pick Up _____

RP
082498



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: PRIORITY LIVING INC.
Ref. Number: W98000018490

We have received your document for PRIORITY LIVING INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 498A00042190

ARTICLES OF INCORPORATION

- OF -

PRIORITY LIVING INC.

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DIVISION OF CORPORATIONS

98 AUG 21 AM 7:59

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is **PRIORITY LIVING INC.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for any legal purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock without nominal or par value which shall be designated "Common Shares." The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Nationsbank Tower, Suite 3920, 100 SE Second Street, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is **Nanci Landy, Esq.**

The principal office and/or mailing address of the corporation is 9371 S.W. 54th Street, Miami, Florida 33165.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Mandy Bass	12 N.E. 96th Street, Miami Shores, Florida 33170
Ann J. Travis	9371 S.W. 54th Street, Miami, Florida 33165

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Ann Travis	9371 S.W. 54th Street, Miami, Florida 33165

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the General Corporation Act.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of August, 1998.



Ann Travis

State of Florida)
) SS:
County of Dade)

BEFORE ME, the undersigned authority, personally appeared **Ann Travis**, to me well known, and know to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 7 day of Aug, 1998.



NOTARY PUBLIC, State of Florida at Large
My Commission Expires:



DESIGNATION OF RESIDENT AGENT

Certificate Designating Place of Business or Domicile
for the Service of Process within this State,
Naming Agent Upon Whom Process May be Served.

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, Priority Living Inc. , desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named **NANCI S. LANDY, ESQ.,** as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during the prescribed hours and to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in office as required by law.

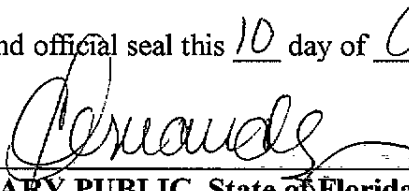


NANCI S. LANDY, ESQ.
Resident Agent

State of Florida)
) SS:
County of Dade)

BEFORE ME, the undersigned authority, personally appeared **NANCI LANDY, ESQ.**, to me well known, and know to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 10 day of August, 1998.



NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



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DIVISION OF CORPORATIONS
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