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June 14, 2001

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

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-06/18/01--01108--013
*****78.75 *****78.75

RE: FLORIDA RESIDENTIAL GROUP HOMES, INC. - #12685

Dear Secretary of State:

Please find enclosed the following documents:

Application for Authority to register a foreign corporation
Filing Fee
State of Delaware original official document (if required)

Please file these documents accordingly and return them to me at the address above on this letterhead or in the enclosed pre-addressed envelope.

Any questions concerning this filing, you may reach me directly at 800-441-0360.

Thank you,

Lori M. Whitlock

Lori M. Whitlock
General Manager

Enclosures

FILED
01 JUN 18 PM 4:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LA 8/21

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. FLORIDA RESIDENTIAL GROUP HOMES, INC.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. MAY 24, 2001

(Date of Incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON AUTHORIZATION

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F. S.)

7. 1957 East. S.R. 60, VALRICO, FL 33594

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. GROUP HOME

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: B.J. JONES

OfficeAddress: 1957 East. S.R. 60

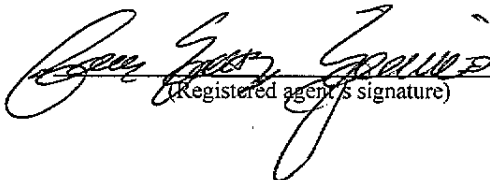
VALRICO, Florida 33594

(City)

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: James Anthony Zaccari

Address: 2419 Bucknell Dr.

Valrico, Florida 33594

Vice Chairman: Catherine W. Zaccari

Address: 2419 Bucknell Dr.

Valrico, Florida 33594

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: James Albert Zaccari

Address: 2351 Merrily Cr.

Seffner, Florida 33584

Vice President: _____

Address: _____

Secretary: Shirley A. Zaccari

Address: 2351 Merrily Cr., Seffner, Florida, 33584

Treasurer: Brian M. Grafton

Address: 5842 Bent Grass Drive Valrico, FL 33594

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. James Anthony Zaccari, Catherine W. Zaccari, Shirley A. Zaccari
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James Anthony Zaccari, Chairman

(Typed or printed name and capacity of person signing application)

Brian M. Grafton

attach 2²

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLORIDA RESIDENTIAL GROUP HOMES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JUNE, A.D. 2001.

FILED
01 JUN 18 PM 4:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1188498

DATE: 06-14-01