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August 7, 2000

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

In re: Just A Touch of Paradise, Inc.

Dear People:

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

A check for \$70.00 is enclosed. This represents payment for filing fee for articles of incorporation and Designation and Acceptance by a Registered Agent.

Yours truly,

David B. Higginbottom
David B. Higginbottom

DBH/ng
enclosures

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TALLAHASSEE FLORIDA

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
JUST A TOUCH OF PARADISE, INC.

ARTICLE I. NAME

The name of this corporation shall be JUST A TOUCH OF PARADISE, INC.

ARTICLE II. STREET ADDRESS & MAILING ADDRESS

The street address of the initial principal office is 2385 West Cavalier Road, Avon Park, Florida, and the mailing address is 2385 West Cavalier Road, Avon Park, Florida 33825.

ARTICLE III. PURPOSE

The purpose of this corporation is to provide assisted living facilities to elderly and disabled persons and the ministry of kindness to the sick and aged, and to do and perform all other functions of an assisted living organization.

ARTICLE IV. ELECTION OF DIRECTORS

The method of electing the Directors of this corporation shall be stated in the by-laws.

ARTICLE V. MEMBERSHIP

All persons who are hereafter admitted by reason of donations of services or money as provided in the by-laws shall be and become members of this corporation. The names of members shall be removed from the rolls in accordance with the by-laws.

ARTICLE VI. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual or until dissolved in accordance with law.

ARTICLE VII. INCORPORATORS

The name and residence of each incorporator are as follows:

REBECCA A. HOFFMAN	2385 West Cavalier Road Avon Park, Florida 33825
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ELMA S. BERRONG	Post Office Box 4228 Sebring, Florida 33871
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ARTICLE VIII. OFFICERS AND ELECTIONS

The financial and business affairs of this corporation shall be managed by a Board of Directors who shall be elected by the members of the corporation for terms of three years, approximately one third to be elected each year, in accordance with the by-laws. The members at any annual meeting or special meeting called in accordance with the by-laws may also elect such other officers in such manner and for such terms and with such duties and powers as shall be provided for in the by-laws. The Chairman and Vice-Chairman of the Board of Directors shall be President and Vice-President, respectively, of this corporation and each shall have the legal and usual powers and duties of a President and Vice President, respectively, of a corporation not for profit.

ARTICLE IX. BY-LAWS AND CALLING SPECIAL MEETINGS

The by-laws of this corporation shall be made, altered or rescinded by a 3/5 majority vote of the members present and

voting at any regular, annual or duly called special meeting of the members of this corporation at which a quorum of the members is present. A special meeting of the members of this corporation may be called by mailing notice of such meeting to all members at least ten days prior to such meeting by regular U. S. Mail to the last known address of each member. Fifteen percent of the members eligible to vote shall constitute a quorum for the transaction of business at any regular or special meeting of the members. Special meetings may be called by such person or persons as shall be designated in the by-laws.

ARTICLE X. AMENDMENTS TO ARTICLES

Amendments to these Articles may be proposed by the Chairman of the Board of Directors upon approval by a majority of the Directors. All such proposals shall be in writing and shall be mailed to all members at least ten days prior to any duly called special meeting at which such proposed amendment shall be considered. Amendments to these Articles shall be approved in the same manner as Amendments to the by-laws.

ARTICLE XI. DISPOSITION OF ASSETS UPON DISSOLUTION



Upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, to the Federal Government, or to a State or Local Government, for a public purpose, and none of the assets will be

distributed to any member, officer or director of this corporation. This provision shall not be revoked during the existence of this corporation anything in these Articles to the contrary notwithstanding.

ARTICLE XII. REGISTERED OFFICE & INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is 101 East Wall Street, Frostproof, Florida 33843, and the name of its initial registered agent at that address is DAVID B. HIGGINBOTTOM.

IN WITNESS WHEREOF, we the above named incorporators have hereunto set our hands and seals this 7th day of August, 2000.


REBECCA A. HOFFMAN

ELMA S. BERRONG

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

DATED: August 7th, 2000


DAVID B. HIGGINBOTTOM

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