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December 18, 2000

Secretary of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

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RE:

Sheltering Arms, Inc.

Dear Sir or Madam:

Attached please find the Articles of Incorporation along with my check in the amount of \$78.75 representing the filing of the Articles and the Certificate of Acceptance of Resident Agent. Also attached is a self-addressed, stamped envelope enclosed for your convenience in returning a certified copy to me.

Should you have any question in regard to the foregoing, please do not hesitate to contact me. I remain,

Very truly yours,

Robert A. Stermer

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SECRETARY OF STATE
TALLAHASSEE, FLORIE

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ARTICLES OF INCORPORATION OF SHELTERING ARMS, INC.

A

NON PROFIT CORPORATION

FILED 00 DEC 19 PH 1:41 SECRETARY OF STATE TALLAHASSEE. FLORIDA

ARTICLE I

Name. The name of the Corporation shall be Sheltering Arms, Inc.

ARTICLE II

Address of Principal Office. The principal office of the corporation shall be 8724 SW 108th Lane Road, Ocala, Florida 34481.

ARTICLE III

<u>Purposes.</u> This Corporation is organized exclusively for educational and charitable purposes, within the meaning of Section 501(c)(3) of The Internal Revenue Code of 1986 (or corresponding section of any future tax code).

ARTICLE IV

Election of Directors. The method of election of Directors shall be as stated in the by-laws.

ARTICLE V

<u>Initial Registered Office and Agent.</u> The corporation's initial registered office shall be: 8585 SW Hwy. 200, Suite 9, Ocala, Florida 34481 and the name of the initial registered agent of this corporation at that address shall be: Robert A. Stermer.

ARTICLE VI

Name and Address of Incorporator. The Incorporator's name is Doris H. Williams, and her address is 8724 SW 108th Lane Road, Ocala, Florida, 34481.

ARTICLE VII

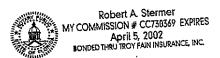
<u>Distribution of Assets.</u> Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner,

or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

SECRET SE

STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 11th day of December, 2000, by Doris H. Williams, () who is personally known to me or (2) has produced as funda Druces License as identification and who did/did not take an oath.



Notary Public

Name of Notary Public: Commission Number:

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designed as the Registered Agent for Sheltering Arms, Inc., I am familiar with the obligations, hereby accept the position and agree to act as the Registered Agent of said corporation.

Dated December 11 , 2000.

Robert A. Stermer