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February 15, 2002

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*****78.75 *****78.75

Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation - Citrus County Association of Professional Guardian

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for Citrus County Association of Professional Guardian for filing with your office. Also enclosed is a check in the amount of \$78.75 for processing.

Thank you for your assistance in this matter.

Very truly yours,

SLAYMAKER AND NELSON, P.A.

Thomas E. Slaymaker, Esquire

FILED
02 MAR 14 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TES/sjh

Enclosures: As stated

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 22, 2002

SLAYMAKER AND NELSON, P.A.
6027 S SUNCOAST BLVD
HOMOSASSA, FL 34446

SUBJECT: CITRUS COUNTY ASSOCIATION OF PROFESSIONAL
GUARDIANS
Ref. Number: W02000005205

We have received your document for CITRUS COUNTY ASSOCIATION OF PROFESSIONAL GUARDIANS and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6957.

Pamela Smith
Corporate Specialist
Amendment Section

Letter Number: 302A00011047

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March 11, 2002

Pamela Smith
Corporate Specialist
Amendment Section
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Citrus County Association of Professional Guardians, Incorporated
Ref Number: W02000005205

Dear Ms. Smith:

Thank you for your correspondence of February 22, 2002, a copy of which is enclosed herewith as requested.

We have made changes to the Articles of Incorporation as suggested in your said correspondence. Please process the enclosed Articles of Incorporation of Citrus County Association of Professional Guardians, Incorporated and the Certificate of Designation Resident Agent/Registered Office as required.

Thank you for your assistance.

Very truly yours,

SLAYMAKER AND NELSON, P.A.

Thomas E. Slaymaker, Esquire

TES/sjh

enclosure: as stated

**ARTICLES OF INCORPORATION
OF
CITRUS COUNTY ASSOCIATION OF PROFESSIONAL GUARDIANS,
INCORPORATED**

FILED
02 MAR 14 PM 1:23
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Florida Not-For-Profit Corporation, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is **CITRUS COUNTY ASSOCIATION OF PROFESSIONAL GUARDIANS, INCORPORATED**, a Florida Non-Profit Corporation.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business and the mailing address of the corporation shall be:
2218 Highway 44 West, Inverness, Florida 34453.

ARTICLE III: DATE OF EXISTENCE

The existence of the Corporation shall have a perpetual existence and the Corporate existence shall occur on the date of filing of the Articles of Incorporation.

ARTICLE IV: PURPOSE

The purpose of this Corporation will be to educate persons who are willing to act as guardians of incompetent persons in Citrus County, Florida, where family members are unavailable or unwilling to so act.

ARTICLE V: MEMBERSHIP

Members in this Corporation shall be determined by the By-Laws of this Corporation.

ARTICLE VI: NOT FOR PROFIT

This association is formed solely and exclusively for improvement of Guardianship Services and is not organized for and shall not be operated for pecuniary gain or profit. No part of the net earnings, if any, of this association shall ever inure to the benefit of any member of this association or of any private individual. The properties of this association shall not at any time be used or operated so as to benefit any officer, trustee, director, member, employee, contributor, or bond holder of this association or any other person through the distribution of profits, payments of excessive charges or compensation or the more advantageous pursuit of the business or profession of such person or persons. The properties of this association shall at all times be used for improvement of Guardianship Services or for uses which are clearly incidental and auxiliary to such purpose. The properties of this association shall be, and are hereby, irrevocably dedicated to the improvement of Guardianship Services.

ARTICLE VII: DISSOLUTION

Upon the dissolution, liquidation, abandonment or winding up of this association and its affairs, no part of the assets and properties of the association available for distribution shall inure to the benefit of any private persons, except a fund, foundation or corporation organized and operated for improvement of Guardianship Services, and upon any such dissolution, liquidation, abandonment or winding up of this association and its affairs, the assets and properties of the association have been paid or adequately provided for, shall be distributed to such funds, foundations, corporations, or governmental agencies, having improvement of Guardianship Services consistent with or related to the purposes of this association as the directors of this association may then direct.

ARTICLE VIII: DIRECTORS

The corporation shall have three directors initially. The manner in which directors are elected or appointed shall be as provided in the By Laws. The number of directors may be increased from time to time, as provided in the By Laws, but shall never be less than three. The names and street addresses of the initial directors are:

Henry L. Stauffer
Toni Luzier
Mary Gilmore

195 Blanton Drive, Inverness, Fl 34450
428 N. W. Fern Drive, Crystal River, Fl 34428
11980 Campwest Drive, Dunnellon, FL 34433

ARTICLE IX: INCORPORATORS

The names and street addresses of the incorporators for these Articles of Incorporation are:

Henry L. Stauffer

195 Blanton Drive, Inverness, Fl 34450

The incorporators of the corporation assigns to this corporation their rights under Section 607.0201, Florida Statutes (1995), to constitute a corporation.


ARTICLE X: BYLAWS

The Board of Directors of this corporation may provide such By Laws for the conduct of the activities and business of the corporation and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the By Laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose.

ARTICLE XI: AMENDMENT TO ARTICLES OF INCORPORATION

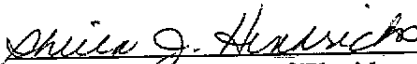
These Articles of Incorporation may be amended in accordance with the procedure set forth in Section 617.1002, Florida Statutes (1995) as said law may be amended or replaced from time to time.

AND WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of January, 2002.

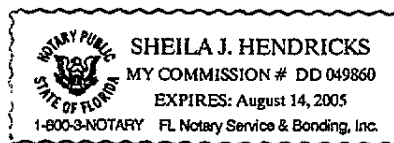

Henry L. Stauffer, Incorporator

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 24th day of January, 2002.


Notary Public, State of Florida
My Commission Expires: August 14, 2005

This instrument was prepared by:
Thomas E. Slaymaker, Esquire
Slaymaker and Nelson, P.A.
2218 Highway 44 West
Inverness, Florida 34453



FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

02 MAR 14 PM 1:23

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **CITRUS COUNTY ASSOCIATION OF PROFESSIONAL GUARDIANS ASSOCIATION, INCORPORATED.**

2. The name and address of the registered agent and office is:

Thomas E. Slaymaker, Esquire
2218 Highway 44 West
Inverness, Florida 34453

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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: Mar 11, 2001