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☐ PICK-UP

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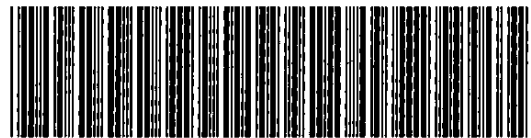
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2006 AUG -9 P 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

90-01-8

**OSTERNDORF & ASSOCIATES, P.A.**

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Richard J. Osterndorf\*  
MaryEllen P. Osterndorf\*\*

\* Also admitted in New York  
\*\* Also admitted in Georgia

August 7, 2006

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

RE: Articles of Incorporation  
Sunset Park Cemetery Association, Inc.  
Florida Nonprofit Corporation

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for

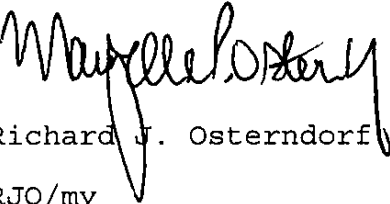
**SUNSET PARK CEMETERY ASSOCIATION, INC.**

together with my check, payable to the Department of State, in the sum of \$78.75 covering the filing fee.

Please return a certified copy of the Articles to the undersigned.

Thank you for your cooperation and help.

Very truly yours,

  
Richard J. Osterndorf

RJO/my

Enclosures - Check No. 4462 - \$78.75

ARTICLES OF INCORPORATION  
OF  
FLORIDA NONPROFIT CORPORATION

FILED  
2006 AUG -9 P 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
CORPORATE NAME

The name of this corporation is  
SUNSET PARK CEMETERY ASSOCIATION, INC.

ARTICLE II  
CORPORATE NATURE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV  
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of the community welfare, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. This entity is organized as a corporation exclusively for charitable, religious and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue Law, including, but not limited to, for such purposes, the establishing and maintaining of a cemetery and burial sites, the building, maintaining and operating of all facilities necessary or appropriate to operate the same.

**ARTICLE V  
MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the Corporation shall be three (3), provided however, that such number may be increased by a By-Law duly adopted by the members.

The Directors named herein as the First Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at Daytona Beach, Florida on the 15th day of March of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provisions of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Quincy L. Culver, Sr.	Julia T. Cherry	Jacqueline Whitfield
319 Garden Street	732 Sea Duck Dr.	627 Fremont Avenue
Daytona Beach, FL	Daytona Beach, Fl.	Daytona Beach, FL
32114	32119	32114

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President: Quincy L. Culver, Sr.  
319 Garden Street, Daytona Beach, FL 32114

Vice President: Julia T. Cherry  
732 Sea Duck Drive, Daytona Beach, FL 32119

Treasurer: Jacqueline Whitfield  
627 Fremont Avenue, Daytona Beach, FL 32214

Secretary: Jacqueline Whitfield  
627 Fremont Avenue, Daytona Beach, FL 32114

#### ARTICLE VI

##### EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE VII

##### DISTRIBUTION OF ASSETS

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 for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for similar purposes as shall qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by a Court of competent jurisdiction in the county in which the principal office is then located.

#### ARTICLE VIII

##### MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

#### ARTICLE IX

##### AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

#### ARTICLE X

##### DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to community, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

#### ARTICLE XI

##### REGISTERED AGENT AND OFFICE *& Principal Address*

The address of the corporation's registered office shall be 319 Garden Street, Daytona Beach, FL 32114 and the name of the registered agent at said address shall be: Quincy L. Culver, Sr.

##### AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a

quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscriber(s) and Incorporator(s) of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 1st day of August, 2006.

Julia T. Cherry  
Julia T. Cherry

Quincy L. Culver Sr  
Quincy L. Culver, Sr.

Jacqueline Whitfield  
Jacqueline Whitfield

The undersigned having been named to accept Service of Process for SUNSET PARK CEMETERY ASSOCIATION, INC. at the place designated in Article XI of the Articles of Incorporation, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open said office.

Quincy L. Culver Sr  
Quincy L. Culver, SR.  
REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared, QUINCY L. CULVER, SR., who is (personally known to me) (or who has produced) Personally Known (as identification) and to me known to be one of the person(s) who executed the foregoing Articles of Incorporation and he acknowledged to an before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of August 2006.

Mary L. Kendrick  
NOTARY PUBLIC  
My Commission Expires:



STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared, JULIA T. CHERRY, who is (personally known to me) (or who has produced) Personally Known (as identification) and to me known to be one of the person(s) who executed the foregoing Articles of Incorporation and she acknowledged to an before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
1st day of August 2006.

*Mary L. Kendrick*  
NOTARY PUBLIC  
MISS MARY L. KENDRICK  
MY COMMISSION # DD 174943  
EXPIRES: April 30, 2007  
Bonded Thru Notary Public Underwriters

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared, JACQUELINE WHITFIELD, who is (personally known to me) (or who has produced) Personally Known (as identification) and to me known to be one of the person(s) who executed the foregoing Articles of Incorporation and she acknowledged to an before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
1st day of August 2006.

*Mary L. Kendrick*  
NOTARY PUBLIC  
My Commission Expires:

MARY L. KENDRICK  
MY COMMISSION # DD 174943  
EXPIRES: April 30, 2007  
Bonded Thru Notary Public Underwriters