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LAW OFFICE OF
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September 9, 1999

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

800002983908--3
-09/10/99-01055-008
*****78.75 *****78.75

Re: Hickory Springs Cemetary Association, Inc.

Gentlemen:

Enclosed are the original and one (1) copy of the Articles of Incorporation of Hickory Springs Cemetary Association, Inc., together with the original Certificate Designating Resident Agent and Street Address for Service of Process within Florida.

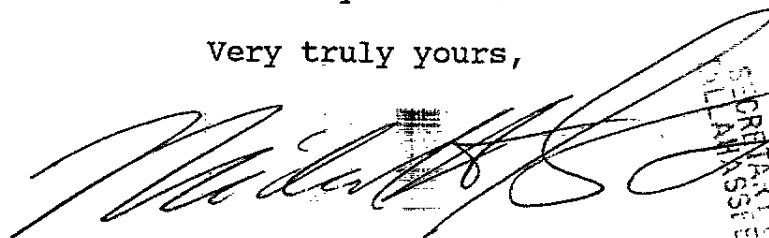
Also enclosed is my check in the amount of \$78.75 to cover the following costs and fees:

1. \$35.00 - Filing of Articles of Incorporation;
2. \$35.00 - Designation of Resident Agent; and
3. \$8.75 - Certified Copy of Articles of Incorporation

Please file the Articles, certify the enclosed copy, and return same to me in the envelope provided. Also, please note that the date of initial corporate existence should be as of the date of filing of these Articles.

Thank you for your assistance in this matter. If you have any questions, please contact Amanda of my office.

Very truly yours,



Michael A. Smith

MAS/an
div-corp.art
Enclosures

FILED
99 SEP 10 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: 9/10/99

ARTICLES OF INCORPORATION

OF

HICKORY SPRINGS CEMETERY ASSOCIATION INC.

The undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of incorporating under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be: **HICKORY SPRINGS CEMETERY ASSOCIATION, INC.**

ARTICLE II - PURPOSE

The purpose of the corporation shall be to provide rules, regulations, and funds to operate, maintain and support the Hickory Springs Cemetery in Romeo, Florida and to provide charitable assistance to the citizens of the Romeo, Florida area that may from time to time be in need of same.

The purposes for which this corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activity not permitted to be carried on by an organization 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 State Internal Revenue law. Upon dissolution of the corporation,

its assets shall be distributed for one or more exempt purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any future United States Internal Revenue law, or shall be distributed to the Federal, State, or local government for public purposes. Any such assets not so disposed of by the Circuit Court in and for Marion County, Florida wherein the principle offices of the corporation are to be located exclusively for a public purpose.

ARTICLE III - STOCK

This corporation shall not have, and shall issue no stock.

ARTICLE IV - TERM OF EXISTENCE

The date when corporate existence shall begin is as of the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida. The corporation shall exist perpetually thereafter unless dissolved by law.

ARTICLE V - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 11875 Cedar Street, Dunnellon, Florida 34431. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VI - BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be three (3). The number of Directors may be increased or diminished from time to time by the By-laws adopted by the Board of Directors, but shall never be less than three (3). Directors shall

be elected as set forth in the By-Laws of the Corporation.

B. The names and street addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified are:

<u>NAMES</u>	<u>ADDRESS</u>
1. Harvey Markham	<u>2201</u> S.W. 210th Avenue Dunnellon, Florida 34431
2. Rudolph Markham	<u>1749</u> S.W. 210th Avenue Dunnellon, Florida 34431
3. Frank Markham	<u>21212 S.W. 10th ST</u> Dunnellon, Florida 34432

ARTICLE VII - SUBSCRIBERS

The name and addresses of the subscribers to the Articles of Incorporation are:

<u>NAMES</u>	<u>ADDRESS</u>
1. Harvey Markham	<u>2201</u> S.W. 210th Avenue Dunnellon, Florida 34431
2. Rudolph Markham	<u>1749</u> S.W. 210th Avenue Dunnellon, Florida 34431
3. Frank Markham	<u>21212 S.W. 10th ST</u> Dunnellon, Florida 34432

ARTICLE VII - MEMBERS

The qualifications for members of this non-profit corporation and the manner of their admission shall be regulated by the By-laws of the corporation. The initial members of the corporation shall be Harvey Markham, Rudolph Markham, and Frank Markham.

ARTICLE IX - RESIDENT AGENT

Harvey Markham, whose address is 2201 S.W. 210th Avenue,

Dunnellon, Florida, 34431 is authorized to accept service of process as resident agent for this corporation.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this _____ day of August, 1999.

 (SEAL)
Harvey Markham, Incorporator

 (SEAL)
Rudolph Markham, Incorporator

 (SEAL)
Frank Markham, Incorporator

STATE OF FLORIDA

COUNTY OF MARION

SWORN AND SUBSCRIBED before me this _____ day of August, 1999, by Harvey Markham, Rudolph Markham, and Frank Markham, who are personally known to me and who did take an oath.


WITNESS my hand and official seal in the County and State last aforesaid. _____ (SEAL)

Notary Public

Commission Number

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the designation to act in the capacity and agree to comply with the provisions of law relative to keeping open the corporation's office.


Harvey Markham, Resident Agent

8-25-99
Date

FILED
99 SEP 10 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA