3019100000

THE UNITED STATES **CORPORATION** A M P A N Y

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION:

COST LIMIT : \$ 78.75

ORDER DATE: February 24, 2000

ORDER TIME: 12:07 PM

ORDER NO. : 600226-005

CUSTOMER NO: 9585A

600003146166--2

CUSTOMER: Del G. Potter, Esq

POTTER CLEMENT AND LOWRY POTTER CLEMENT AND LOWRY 308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: SHORE ACRES ESTATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

OF

00 FEB 24 PH 2: 48

SHORE ACRES ESTATES, INC.

ARTICLE I

NAME: The name of this Corporation is SHORE ACRES ESTATES, INC., and its address is 4058 N. Peachtree Rd., Atlanta, GA 30341.

ARTICLE II

DURATION: This Corporation shall exist perpetually.

ARTICLE III

PURPOSE: The purpose is to engage in any activities or business permitted in the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK: The Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, ONE (\$1.00) DOLLAR par value.

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office and Registered Agent of this Corporation is 308 E. Fifth Ave., Mount Dora, Florida 32757, and the name of the initial Registered Agent of this Corporation at that address is Del G. Potter. The business address and mailing address of the corporation shall be the same as the Registered Agent.

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This Corporation shall have three (3) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws

but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Byron E. Herlong, III 4058 N. Peachtree Rd. Atlanta, GA 30341 Andrea Dougherty 770 River Fork Dr. Nashville, TN 37221

Emilie K. Sadlon 900 Oak Lane New Tazewell, TN 37825

ARTICLE VIII

INCORPORATOR: The name and address of the person signing these Articles is:

Del G. Potter 308 E. Fifth Ave. Mt. Dora, FL 32757

ARTICLE IX

POWER TO AMEND BYLAWS: The Bylaws can only be amended by an eighty five (85%) percent majority vote of the outstanding shares.

DEL G. POTTER

STATE OF FLORIDA COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 23'd day of 2000 by DEL G. POTTER,

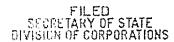
() who is personally known to me; or

() who has produced

as identification.

NOTARY PUBLIC
My Commission Expires

EXPIRES MAY 04, 2003 BONDED THROUGH ADVANTAGE NOTARY



ACCEPTANCE OF REGISTERED AGENT 00 FEB 24 PM 2: 48

I, Del G. Potter, hereby accept the position of Registered Agent for SHORE ACRES

ESTATES, INC.

DEL G. POTTER

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