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LANDT, WIECHENS, LaPEER & AYRES

A Partnership Including Professional Associations

ATTORNEYS AT LAW

FREDERICK E. LANDT, III
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RUSSELL W. LaPEER, P.A.*
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* Board Certified: Civil Litigation and
Business Litigation
Also Admitted to District of Columbia
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April 17, 2000

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301


Re: ELM Enterprises of Ocala, Inc.

Dear Sirs:

Relative the above corporation, enclosed please find original and one copy of Articles of Incorporation for filing with your office. Also enclosed please find my check made payable to your order in the amount of \$122.50 to cover the cost of filing fees and one certified copy of the Articles. Please return one certified copy to my above Ocala post office address.

Thanking you in advance for your prompt attention in this regard,
I am

Very truly yours,


Eugene A. Wiechens

EAW/wm

Enclosures

FILED
00 APR 20 AM 6:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ELM Enterprises of Ocala, INC.

FILED
00 APR 20 AM 6:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of the Corporation shall be ELM Enterprises of Ocala, INC. with its principal place of business at 11804 Southeast 36th Avenue, Belleview, Florida 34420.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the Laws of the United States of America, the State of Florida, or any other state, territory, country, or nation.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every stockholder, upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - REGISTERED AGENT

The initial Registered Agent for the Corporation is EILEEN L. MORRIS, and the street address of the Registered Agent is 11804 Southeast 36th Avenue, Belleview, Florida 34420. I, EILEEN L. MORRIS, the named Registered Agent for ELM Enterprises of Ocala, INC., being familiar with, accepts the obligations of this position by signing these Articles of Incorporation.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles is EILEEN L. MORRIS, whose address is 11804 Southeast 36th Avenue, Belleview, Florida 34420.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.


EILEEN L. MORRIS
Incorporator/Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally came and appeared EILEEN L. MORRIS, the Incorporator and Registered Agent for ELM Enterprises of Ocala, to me personally known or who produced Florida Driver's License for identification.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this the 12th day of April, 2000.

Eugene A. Wiechens

NOTARY PUBLIC

Notary's Name:

Commission No:

My Commission Expires:



Eugene A. Wiechens
My Commission CC636852
Expires May 19, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 20 AM 6:48

FILED