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FILED
00 SEP 29 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 22, 2000

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

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09/29/00--01073--012
****122.50 ****78.75

RE: Retired Mangement, Inc.
Articles of Incorporation

Gentlemen:

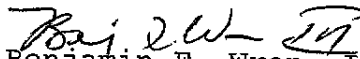
Enclosed is the original and one copy of the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$122.50, to cover costs as follows:

Filing fee	\$ 35.00
Certified copy of Articles	52.50
Designation of Registered Agent	<u>35.00</u>

Total \$ 122.50

Please file these Articles of Incorporation at your earliest convenience and return the certified copy to me.

Very truly yours,


Benjamin F. Wren, III

BFW,III/jsb
Enclosure



**ARTICLES OF INCORPORATION
OF
RETIRED MANAGEMENT, INC.**

FILED
00 SEP 29 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME/REGISTERED OFFICE ADDRESS

The name of this corporation is:

Retired Management, Inc.

Mailing address:

67 Eagle Harbor Terrace
Palm Coast, Florida 32164

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of Ten and No/100 Dollars (\$10.00) par value common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or 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 AGENT

The street address of the initial registered office of this corporation is:

67 Eagle Harbor Terrace
Palm Coast, Florida 32164

And the name of the initial registered agent of this corporation at this address is:

J. David Raborn
67 Eagle Harbor Terrace
Palm Coast, Florida 32164

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial director of the corporation are:

J. David Raborn
67 Eagle Harbor Terrace
Palm Coast, Florida 32164

ARTICLE VIII. OFFICERS

The officers of this corporation shall be a President/Treasurer and Secretary and such other officers as the directors shall deem necessary. The name, title and street address of the first officers of the corporation who shall hold office subject to the provisions of these Articles of Incorporation, the Bylaws of this corporation, and the laws of the State of Florida, for the first year of the corporation's existence or until thier successors are elected and have qualified are as follows:

J.DAVID RABORN - President
67 Eagle Harbor Terrace
Palm Coast, Florida 32164

ARTICLE IX. INCORPORATION

The names and addresses of the persons signing these Articles are:

J. DAVID RABORN
67 Eagle Harbor Terrace
Palm Coast, Florida 32164

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be

issued initially to the following persons and in the amounts et
opposite their names:

J. DAVID RABORN

51 Shares

Shares held by the initial shareholders listed above
may not be resold or otherwise transferred to other persons
unless shares are first offered to the remaining shareholders or
to this corporation. The price and terms at which, and the time
within which, such shares may be offered and sold shall be
further specified by written agreement among all of the
shareholders and this corporation.

ARTICLE XII. APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to
any plan of merger shall be required in every case, whether or
not such approval is required by law.

ARTICLE XIII. SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must
be taken at a meeting of shareholders of this corporation duly
called as provided by law.

ARTICLE XIV. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the
authority of, and the business and affairs of this corporation

shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV. POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have power to be a promoter, incorporator, partner, member, associate or management of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XVI. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in general meetings of the Board of Directors by means of conference telephone as provided by law.

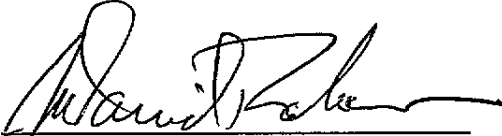
ARTICLE XVII. ACTION OF DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVIII. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders in subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 27th day of
September, A.D., 2000.

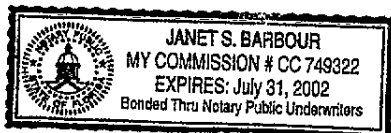

J. DAVID RABORN
Subscriber

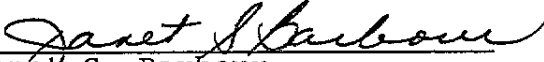
STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take
acknowledgments in the State and County set forth above,
personally appeared J. DAVID RABORN, known to me and known by me
to be the person who executed the foregoing Articles of
Incorporation, and he has acknowledged before me that he executed
these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set me hand and
affixed my official seal, in the State and County aforesaid, this
27th day of September, A.D., 2000.

The foregoing instrument was acknowledged before me
this same date by the above-described person who produced a
Florida Driver's License as identification and who did not take
an oath.





Janet S. Barbour
Notary Public, State of FL
My Commission Expires:

ADDENDUM TO ARTICLES OF INCORPORATION

RETIRED MANAGEMENT, INC.

I, J. DAVID RABORN, hereby am familiar with and accept the duties and responsibilities as Registered Agent.


J. DAVID RABORN
Registered Agent

FILED

00 SEP 29 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA