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TRANSMITTAL LETTER

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October 11, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE

10/12/00

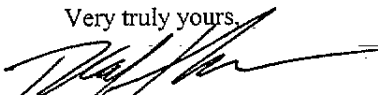
Subject: Atlantic View of North Florida, Inc.

Enclosed are the original and a copy of the Articles of incorporation and a check in the amount of \$87.50 for the filing fee, Certified Copy of the Articles of Incorporation and Certificate of Status. Please forward the Certified Copy of the Articles of Incorporation and Certificate of Status to :

FROM: Robert Sherno
5000 Atlantic View
St. Augustine, Florida 32084
904-471-0915

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*****87.50 *****87.50

Very truly yours,


Robert Sherno

R 10/16/00 ✓

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ATLANTIC VIEW OF NORTH FLORIDA, INC.

EFFECTIVE DATE

10/12/00

ARTICLE I

Name

The name of the corporation is **ATLANTIC VIEW OF NORTH FLORIDA, INC.**

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business and mailing address of the corporation is 5000 Atlantic View Augustine, Florida 32084.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 4475 US Highway 1 South Suite 504 St. Augustine, Florida 32086-7282. The name of the initial registered agent at that address is Duncan A. Jones, Esq.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 100 shares of no-par value common stock.

ARTICLE VI

Management by Shareholders

The business of the corporation shall be managed by the shareholders without a board of directors.

ARTICLE VII

Incorporators

The names and addresses of the incorporators are: Robert Sherno 5000 Atlantic View St. Augustine, Florida 32084.

ARTICLE VIII

ARTICLE VIII

Officers

The names and addresses of the initial officers are President and Treasurer - Robert Sherno of 5000 Atlantic View St. Augustine, Florida 32084 and Vice-President and Secretary - Devon Jean Sherno 5000 Atlantic View St. Augustine, Florida 32084

ARTICLE IX

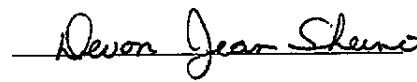
Commencement of Existence

The corporation's existence shall begin on ^{October 12, 2000} ~~May 1, 2000~~ ²⁰⁰⁰

IN WITNESS WHEREOF, We have executed these articles of incorporation this

Oct. 11 day of _____ 2000.


Robert Sherno


Devon Jean Sherno

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FLORIDA--Certificate of Designation of Registered Agent/Registered Office

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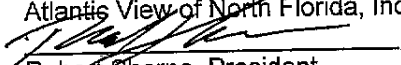
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Atlantic View of North Florida, Inc.
2. The address of the registered office is 4475 US Highway 1 South Suite 504 St. Augustine, Florida 32086
3. The name of the registered agent at the registered office is Duncan A. Jones, Esq.

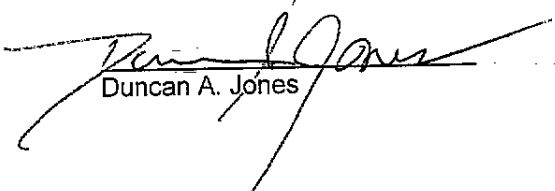
Dated: October 11, 2000

Atlantic View of North Florida, Inc.


Robert Sherno, President

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 10/11/2000


Duncan A. Jones