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MICHAEL J. COOPER
ATTORNEY AT LAW

321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

October 2, 2000

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*****78.75 *****78.75

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

RE: ~~Silver Oaks Farm, Inc.~~

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$78.75 to cover the following:

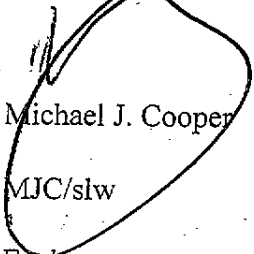
Filing fee for Charter	\$ 35.00
Certified copy of Charter	8.75
Filing fee for Certificate of Registered Agent	35.00
TOTAL:	\$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 19 PM 3:08

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,


Michael J. Cooper
MJC/slw
Enclosures

xc: Jessica Schwade

2545
W00-24175

js
10/19/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 OCT 19 PM 3: 08

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 5, 2000

MICHAEL J. COOPER, ESQ.
321 N.W. 3RD AVENUE
OCALA, FL 34475

SUBJECT: SILVER OAKS FARM, INC.
Ref. Number: W00000024175

We have received your document for SILVER OAKS FARM, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 900A00052780

**ARTICLES OF INCORPORATION
OF
SILVER OAKS FARM OF OCALA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 OCT 19 PM 3: 08

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is SILVER OAKS FARM OF OCALA, INC. with a principal office and mailing address of 6901 Northwest 1st Avenue, Ocala, Florida 34475.

ARTICLE II - COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE

The street address of the initial principal office and registered office of the corporation is: 6901 Northwest 1st Avenue, Ocala, FL 34475. The name of its initial Registered Agent is JESSICA SCHWADE.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is/are:

STANLEY SCHWADE, 3301 Atlantic Avenue, Brooklyn, NY 11208

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

JESSICA SCHWADE, 6901 Northwest 1st Avenue, Ocala, FL 34475

ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE IX - PRE-EMPTIVE RIGHTS

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 18th day of October 2000.

[Signature]
JESSICA SCHWADE,
Incorporator

I, JESSICA SCHWADE, accept the office of Registered Agent. I am located at 6901 Northwest 1st Avenue, Ocala, FL 34475, the registered office of this corporation.

[Signature]
JESSICA SCHWADE,
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 18th day of October, 2000 by JESSICA SCHWADE, as Incorporator and JESSICA SCHWADE, as Registered Agent, who:

- A) X is/are personally known to me OR
 _____ who has/have produced a driver's license OR
 _____ other identification:
- B) X did OR _____ did not take an oath.

[Signature]
Signature of Notary Public
Print Name: SHERRIL WADDEY



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 19 PM 3: 08