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00 DEC 12 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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December 7, 2000

Florida Department of State
Attn: New Filings
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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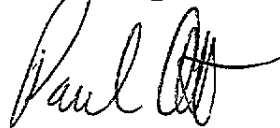
Re: Sun South Center, Inc.

Dear Sir or Madam:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation and the Articles of Amendment, as well as a check in the sum of \$113.75 for your fee. After filing has been completed, please forward the certified copy of the Articles to me at the letterhead address.

If you have any questions, do not hesitate to contact me.

Sincerely,



Paul Albrecht
Assistant to Sher L. Allan, Esq.

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ARTICLES OF INCORPORATION
OF
SUN SOUTH CENTER, INC.

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ARTICLE I

The name of the corporation is SUN SOUTH CENTER, INC.
8203 Thomas Drive, Panama City Beach, Florida 32407

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 1000 shares. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE VI

The corporation elects to have preemptive rights.

ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective the of such amendment.

ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three (3) directors whose name and addresses are as

consist of three (3) directors whose name and addresses are as follows:

(Pres) Christopher Elgee, 8203 Thomas Drive, Panama City Beach, Florida 32407;

Mary Elgee, 8203 Thomas Drive, Panama City Beach, Florida 32407; and

Farris Elgee, 8203 Thomas Drive, Panama City Beach, Florida 32407.

ARTICLE XI

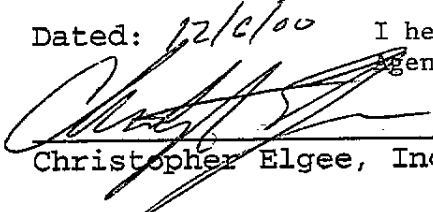
The initial registered agent of the corporation is Christopher Elgee
The street address of the corporation's initial
registered office is 8203 Thomas Drive, Panama City Beach, Florida 32407

ARTICLE XII

The names and address of the incorporator of the corporation is
Christopher Elgee, 8203 Thomas Drive, Panama City Beach, Florida
32407.

In Witness Whereof, the undersigned being all of the
incorporators of said corporation execute these article of
incorporation and verify, subject to penalties of perjury, that
the statements contained herein are true.

Dated: 12/12/00 I hereby accept the duties and responsibilities of Registered
Agent.


Christopher Elgee, Incorporator / Registered Agent

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