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SECRETATE OF STATE TALLAHASSEE, FLORIDA

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571 Fax Number : (305)358-7832

FLORIDA PROFIT CORPORATION OR P.A.

ENGLISH ROSE HOMES AND MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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SECTION STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of: ENGLISH ROSE HOMES AND MANAGEMENT, INC.

Article I Name:
ENGLISH ROSE HOMES AND MANAGEMENT, INC.

Article II Principal Office: 4134 Gulf of Mexico Drive, Suite 302, Longboat Key Florida 34228

Article III Capital Stock:

The Corporation is authorized to have 7,500 shares of common stock with par value of \$1.00 (one dollar) each

Article IV Terms of Existence:

The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:

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

Article VI Name & Address of Incorporator (s)

Gary Clayton

4134 Gulf of Mexico Drive, Suite 302, Longboat Key
Florida 34228

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Article VII Initial Board of Directors:

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the one initial Director of this corporation is:

Gary Clayton, President 4134 Gulf of Mexico Drive, Suite 302, Longboat Key Florida 34228

The undersigned have executed these articles of incorporation this:

1st of May, 2001

Name:

Signature:

Gary Clayton

Title:

President

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Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

ENGLISH ROSE HOMES AND MANAGEMENT, INC.

The name and address of the registered agent and office is:

Gary Clayton 4134 Gulf of Mexico Drive, Suite 302, Longboat Key Florida 34228

Signature: CT C

Name:

Gary Clayton

Title:

President

Date:

05/01/01

Acceptance of appointment as Registered Agent for

ENGLISH ROSE HOMES AND MANAGEMENT, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, 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.

Signature: 4

Name:

Gary Clayton

Title:

President