

HESSEN,
SCHIMMEL &
DE CASTRO,
P.A.
Attorneys at Law

3191 Coral Way
Penthouse Two
Miami, Florida 33145

Telephone
(305) 447-1112

Facsimile
(305) 444-6707

PO1000058161

June 5, 2001

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32399

900004376389--6
-06/07/01--01122--001
*****78.75 *****78.75

Re: American Retirement Fund, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of the above referenced corporation. Please file the original Articles of Incorporation, indicate the filing date on the copy, and return the certified copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- ☒ Articles Of Incorporation filing fee: \$ 35.00
- ☒ Certified copy of Articles Of Incorporation: \$8.75
- ☒ Registered Agent Designation Filing Fee; \$ 35.00

Total Enclosed: \$78.75 ..

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Very truly yours,

Robert L. Schimmel

RLS:cy
Encl.

FILED
01 JUN - 7 AM 11: 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK JUN 12 2001

4

**ARTICLES OF INCORPORATION
OF
AMERICAN RETIREMENT FUND, INC.**

FILED
01 JUN -7 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE 1. NAME

The name of this corporation shall be American Retirement Fund, Inc.

ARTICLE 2. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation with the Secretary of State. The duration of this corporation shall be perpetual.

ARTICLE 3. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America, or any other state, country, territory or nation.

ARTICLE 4. CAPITALIZATION

The aggregate number of shares which this corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE 5. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be three

(3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. The names and addresses of the initial Directors are:

John J. Morgan, 3191 Coral Way, Suite 660, Miami, Florida 33145

David R. White, 3191 Coral Way, Suite 660, Miami, Florida 33145

Lynn S. White, 3191 Coral Way, Suite 660, Miami, Florida 33145

ARTICLE 6. PRINCIPAL OFFICE & MAILING ADDRESS

The address of this corporation's principal office and its mailing address shall be:

3191 Coral Way
Suite 660
Miami, Florida 33145

ARTICLE 7. INITIAL REGISTERED OFFICE & AGENT

The name and address of this corporation's initial registered agent and office shall be:

Robert L. Schimmel
Hessen, Schimmel & De Castro, P.A.
3191 Coral Way, Ph-2
Miami, Florida 33145

ARTICLE 8. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

Robert L. Schimmel
3191 Coral Way, Ph-2
Miami, Florida 33145

ARTICLE 9. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of

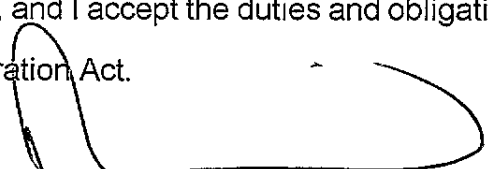
Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

The foregoing Articles of Incorporation of American Retirement Fund, Inc. were executed by the undersigned at Miami, Florida on this 5 day of June, 2001.


Robert L. Schimmel, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for American Retirement Fund, Inc., at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.



Robert L. Schimmel, Registered Agent

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

}
}ss

On this 5th day of June, 2001, Robert L. Schimmel, named above as the individual who shall serve as this corporation's initial registered agent and incorporator, known to me, personally appeared before me, and signed and acknowledged these Articles of Incorporation of American Retirement Fund, Inc.


Notary Public, State of Florida

Articles of Incorporation
American Retirement Fund, Inc.

Page 3



Karin L. Posser
MY COMMISSION # DD024909 EXPIRES
May 13, 2005
BONDED THRU TROY FAIN INSURANCE, INC.