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THE MCQUAID GROUP, INC.
P O BOX 760
GENEVA, AL. 36340-0507

TEL: 334-684-6398
FAX: 334-684-7193

01 SEP 26 PM 4: 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
State of Florida
Division of Corporations
P O Box 6327
Tallahassee, Fl. 32314-6327

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*****70.00 *****70.00

August 23, 2001

Enclosed please find the original and one copy of the Articles of Incorporation for "THE GOOD LIFE, Inc." along with a check for \$70.00 Please register this corporation and return the registered papers to us.

Thank you,

CMC

THE MCQUAID GROUP, INC.

G. BLALOCK

SEP 26 2001

W0120335



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 13, 2001

THE MCQUAID GROUP, INC.
P.O. BOX 760
GENEVA, AL 36340-0507

SUBJECT: THE GOOD LIFE INC.
Ref. Number: W01000020335

We have received your document for THE GOOD LIFE INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 801A00051399

ARTICLES OF INCORPORATION

OF

THE *SHOAL CREST, INC*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be *SHOAL CREST, INC.*

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be 1136 ENGLISH LANE, WESTVILLE, FL. 32464 and the mailing address of this corporation is P O BOX 760, Geneva, AL. 36340-0760.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000.


ARTICLE IV - REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is LISA ELLENBURG, 1136 ENGLISH LANE, WESTVILLE, FL. 32464.

ARTICLE V - INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation is Charles L. McQuaid, 711 E Water St., Geneva, AL. 36340 and his mailing address is P. O. Box 760, Geneva, AL. 36340-0507.

The undersigned incorporator has executed these Articles of Incorporation on August 23, 2001.


Charles L. McQuaid

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CERTIFICATE OF DESIGNATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the corporation is SHAL CREST INC.
2. The name and address of the registered agent and office is LISA N ELLENBURG, 1136 ENGLISH LANE, WESTVILLE, FL. 32464.

Having been named as registered agent and to accept service of process for the above stated 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.


LISA N ELLENBURG

August 23, 2001