2000B179

ACCOUNT NO. : 072100000032

REFERENCE: 488155

8954A

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE: March 21, 2002

ORDER TIME : 8:18 AM

ORDER NO. : 488155-005

CUSTOMER NO: 8954A

CUSTOMER: Snow Martin, Jr., Esq

Martin & Martin

800005146668--0

Suite 300

200 Lake Morton Drive Lakeland, FL 33801

DOMESTIC FILING

NAME:

OAKWOOD PLACE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX____ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

THE THISSYNT EXAMINER'S INITIALS:

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2002 MAR 22 PM 3: 53
SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

OAKWOOD PLACE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OAKWOOD PLACE, INC.

The address of the principal office of this corporation shall be 902 S. Alexander Street, Plant City, Florida 33566, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation. The purpose for which the corporation is organized is Real Estate Investments and Operations.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares, consisting of (1,000) voting common shares with one dollar (\$1.00) par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Batista Madonia, Sr. Post Office Box 2636
President Plant City, FL 33564

Evelyn Madonia Post Office Box 2636
Vice President, Secretary, Plant City, FL 33564
Treasurer

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Batista Madonia, Sr. Post Office Box 2636
Director Plant City, FL 33564

Evelyn Madonia Post Office Box 2636
Director Plant City, FL 33564

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 22, 2002.

CORPORATION SERVICE COMPANY

y: <u>(levorah W. Skipov</u> as its Agent, Deborah D. Skipper

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED ALLAHASSEE FLORIDA IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Ulborah W. Skipper

s its Agent, Deborah D. Skipper

ABC/jkg