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(Requestor's Name)

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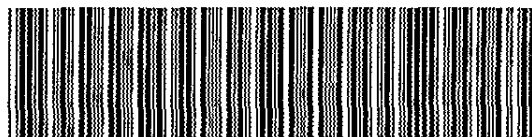
(Business Entity Name)

(Document Number)

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: GARDEN VILLAS OF THE PALM BEACHES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

*Additional Copy Required

MAILING ADDRESS:

FROM: Richard F. McCarthy, Sr.
P. O. Box 1026
Lake Worth, FL 33460

Enclosures: Various

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

GARDEN VILLAS OF THE PALM BEACHES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

428 South "F" Street
Lake Worth, Florida 33460

ARTICLE III SHARES

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

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name, address and telephone number of the initial registered agent is:

Richard F. McCarthy, Sr.
428 South "F" Street
Lake Worth, Florida 33460
Phone: 561-586-3546

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Richard F. McCarthy, Sr.
428 South "F" Street
Lake Worth, Florida 33460

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 7th day April, 2003

Richard F. McCarthy, Sr.

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE CO PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

GARDEN VILLAS OF THE PALM BEACHES, INC.

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

Richard F. McCarthy, Sr.
428 South "F" Street
Lake Worth, Florida 33460

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.

Richard F. McCarthy, Sr.
Signature

04-07-2003
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA