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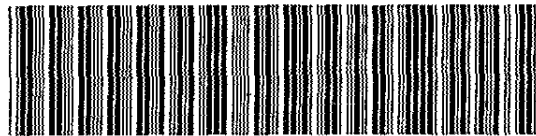
(Business Entity Name)

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MAIL TO:
POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32591-1831

August 20, 2003

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

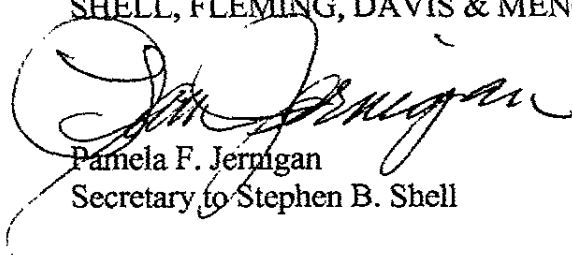
RE: **Grand Pointe Manor, Inc.**

Dear Ladies and Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above corporation. I would appreciate your filing the original Articles and returning a certified copy to CSC Networks. Our check in the amount of \$78.75 for the required filing fee is enclosed.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE


Pamela F. Jernigan
Secretary to Stephen B. Shell

:pfj
Enclosures
B2196-00000

ARTICLES OF INCORPORATION
OF
GRAND POINTE MANOR, INC.

FILED
03 AUG 25 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be GRAND POINTE MANOR, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV. CAPITAL STOCK

The Corporation shall be authorized to issue 10,000 shares of common stock, with One Dollar (\$1.00) par value per share.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

6701 Pensacola Boulevard
Pensacola, Florida 32505

The Board of Directors may change the address from time to time to any other address in the State of Florida.

**ARTICLE VI. REGISTERED AGENT AND
INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Charles F. Faddis
6701 Pensacola Boulevard
Pensacola, Florida 32505

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the sole initial director of this corporation and the street address of such director is:

Charles F. Faddis
6701 Pensacola Boulevard
Pensacola, Florida 32505

The person named as initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. INCORPORATOR

The name and street address of the Incorporator of this corporation is:

Charles F. Faddis
6701 Pensacola Boulevard
Pensacola, Florida 32505

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 6th day of August, 2003.

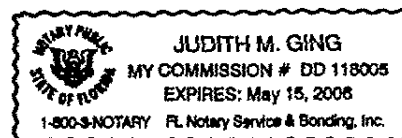

CHARLES F. FADDIS - INCORPORATOR

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public, personally appeared CHARLES F. FADDIS, (X) who is personally known to me or () who has produced a driver's license as identification, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 6th day of August, 2003.


Typed Name: Judith M. Ging
Notary Public
My commission expires: 5/15/2006



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GRAND POINTE MANOR, INC. at the place designated in the Articles of Incorporation, CHARLES F. FADDIS agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: August 6, 2003



CHARLES F. FADDIS

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03 AUG 25 PM 4:36

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FEB 25 2004
MILWAUKEE, WI 53201