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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : A. BERNARD BOOKKEEPING & TAX SERVICE, INC.
Account Number : 071162000147
Phone : (305) 251-4591
Fax Number : (305) 251-1975

FLORIDA PROFIT CORPORATION OR P.A.

Serenity Palms of South Florida, Inc.

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

SERENITY PALMS OF SOUTH FLORIDA INC.
(Name of corporation)

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON (S) COMPETENT TO CONTRACT, HERBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS: **SERENITY PALMS OF SOUTH FLORIDA INC**
ADDRESS

34 SW 5TH AVENUE
FLORIDA CITY, FL. 33034

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED SHARES (500) OF ONE DOLLAR (\$) (\$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

NAME	ANHOTNY BERNARD
ADDRESS	9032 SW 152 ND STREET
CITY/STATE/ZIP	MIAMI, FL. 33157

Prepared By:
A Bernard Financial Services, Inc.
9032 Sw 152nd Street
Miami, Florida 33157
(305) 251-4591

date 1404000574452

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ARTICLE VI - BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESSES OF THE INITIAL DIRECTOR (S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	Ometho O. Ballard (PRESIDENT)
ADDRESS	8607 Franjo Road
CITY/STATE/ZIP	MIAMI, FLORIDA 33189

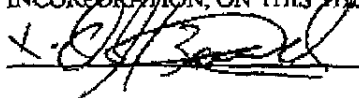
NAME	Kyra T. Ballard (V PRESIDENT)
ADDRESS	8607 Franjo Road
CITY/STATE/ZIP	MIAMI, FLORIDA 33189

ARTICLE VIII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON (S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME	Ometho O Ballard
ADDRESS	8607 Franjo Road
CITY/MIAMI/ZIP	MIAMI, FLORIDA 33189

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER (S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION, ON THIS 02nd DAY OF March 2004.

 (SEAL)

Prepared By:
A Bernard Financial Services, Inc.
9032 Sw 152nd Street
Miami, Florida 33157
(305) 251-4591

Wdct# H040000574453

**STATE OF FLORIDA
COUNTY OF DADE**


BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

Omethe O Ballard

KNOWN TO ME AND KNOWN TO BE THE PERSON (S) WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 02nd DAY OF March 2004.

(NOTARY SEAL)


Notary Public, State of Florida at large.

MY COMMISSION EXPIRES:

Prepared By:
A Bernard Financial Services, Inc.
9032 Sw 152nd Street
Miami, Florida 33157
(305) 251-4591

Andet# H040000574453

Audit# 100000014423

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

**CERTIFICATE OF REGISTERED AGENT
OF**

SERENITY PALMS OF SOUTH FLORIDA, INC.

(Name of corporation)

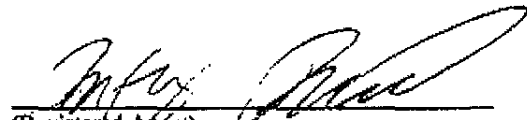
PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT

9032 SW 152ND STREET
MIAMI, FL. 33157

HAS NAMED ANTHONY BERNARD LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATIN AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.


(Registered Agent)

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