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ARTICLES OF INCORPORATION

OF

Meridian Hills Cemetery, Inc.

The undersigned natural person, acting hereby as Incorporator for the purposes of forming a corporation for profit under the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Meridian Hills Cemetery, Inc.

ARTICLE II

The principal office of the corporation shall be located at:

526 East 7th Avenue Tallahassee, Florida 32303

ARTICLE III

The general purposes for which the corporation is organized are:

- 1. To engage in the business of funeral and cemetery services.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of \$.01 per share.

ARTICLE V

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each person who is to serve as a member of the initial Board of Directors is:

1. Harry M. Middlebrooks, Jr.

ARTICLE VI

The name and address of the registered agent is:

Wendy Russell Wiener, Esq. Mang Law Firm, P.A. 660 E. Jefferson Street Tallahassee, Florida 32301

ARTICLE VII

The name and address of the sole incorporator is:

Harry M. Middlebrooks, Jr. 526 East 7th Avenue Tallahassee, Florida 32303 IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19 day of 10, 2005.

How M. Matthews Jr.

Incorporator

STATE OF FLORIDA
COUNTY OF Leon

The foregoing Articles of Incorporation were acknowledged before me this 19 day of May 2005, by Harry M. Middlebrook, Jr., as Incorporator, and who did not take an oath.

Personally known to me; or Produced identification:

FL. Drivo Lionse

Notary Public

Name Printed or Typed

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Meridian Hillo Cernoled, at the place designated in the Articles of Incorporation, Wendy Russell Wiener, Esq., agrees to act in this capacity; agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office; and is familiar with, and accepts the obligations provided for in, Section 607.0505 of the Florida Statutes.
DATE: 5/19/05 By: 15m 1000 Wendy Russell Wiener, Esq.
STATE OF FLORIDA COUNTY OF LEON The foregoing Acceptance of Registered Agent was acknowledged before me thisday of May, 2005, by Wendy Russell Wiener, Esq. as Initial Registered Agent, and who did not take an oath.
Personally known to me; or Produced identification:
Helle Hours NOTARY PUBLIC
Name Printed or Typed

Kellie J. Hoover
Commission # DD331794
Expires June 23, 2008
Bonded Trey Fain - Immunoce, Inc. 800-385-7018

My Commission Expires: