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Ronald I. Cole

ATTORNEY AT LAW

17 NORTHEAST FIRST AVENUE OCALA, FLORIDA 34470 (352) 351-1212 • FAX (352) 369-3022

May 4, 2006

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

Re: Florida Cremation, Inc.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Florida Cremation, Inc. Also enclosed is a check in the amount of \$78.75 for the filing fee and Certificate of Status regarding the above-referenced corporation.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Ronald I. Cole

RIC:jv Enclosures

ARTICLES OF INCORPORATION OF FLORIDA CREMATION, INC.

The undersigned, for the purpose of forming a corporation, in compliance with Chapter 607, F.S. (Profit), do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be FLORIDA CREMATION, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The principal place of business is 708 S.W. 2nd Avenue, Ocala, Florida 34478, and the mailing address is Post Office Box 5819, Ocala, Florida 34470.

ARTICLE THREE

CORPORATION DURATION

The corporation shall have perpetual existence. The date and time of the commencement of corporate existence is the time of filing the Articles of Incorporation by the Department of State.

ARTICLE FOUR

PURPOSE

The general purposes for which the corporation is organized are:

- 1. To engage in any and all lawful business activity permitted under the laws of the United States and of the State of Florida, including, but not by way of limitation, the lending and borrowing of money, with or without security therefor.
- 2. To make and enter into all contracts necessary and proper for the conduct of its business and businesses.
- 3. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in connection with other firms, individuals or corporations, whether in the State of Florida or throughout the United States or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to, or connected with the businesses herein described, or any part or parts thereof if not inconsistent with the laws of

In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE FIVE

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE SIX

INITIAL OFFICERS/DIRECTORS

The Officers/Directors of the corporation are:

President:

Kenneth E. Roberts

Vice President:

Kevin Kenneth Roberts

Secretary/Treasurer: Patricia C. Roberts

ARTICLE SEVEN

REGISTERED AGENT

The initial Registered Agent of the corporation is Kevin Kenneth Roberts, and his address is 708 S.W. 2nd Avenue, Ocala, Florida 34478.

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator is Ronald I. Cole, Esquire, 17 N.E. 1st Avenue, Ocala, Florida 34470.

ARTICLE NINE

BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

DISSOLUTION

The Corporation may be dissolved at any time: (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the corporation entitled to vote their own. On Dissolution, the corporation

property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Kevin Kenneth Roberts, Registered Agent

Ronald I. Cole, Incorporator

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