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TALLAHASSEE, FL 32301
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P9500066580

ACCOUNT NO. : 0721000000032

REFERENCE : 669909 11743A

AUTHORIZATION :

Patricia Pige

COST LIMIT : 0 0 0 0

ORDER DATE : August 28, 1995

ORDER TIME : 4:15 PM

ORDER NO. : 669909

CUSTOMER NO: 11743A

CUSTOMER: Steven M. Fishman, Esq.
STEVEN M. FISHMAN, ESQ.

Suite 3
2725 Park Drive
Clearwater, FL 34620

DOMESTIC FILING

NAME: GARDENS OF MERITT, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN AUG 29 1995

FILED
95 AUG 29 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GARDENS OF MERITT, INC.

FILED
95 AUG 29 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GARDENS OF MERITT, INC.

The address of the principal office of this corporation shall be 11801 68th Avenue, North, Seminole, Florida 34642, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

| | |
|------------------|--------------------------|
| Carl J. Lacher | 11801 68th Avenue, North |
| V. Pres./Treas. | Seminole, Florida 34642 |
| Donald W. Meritt | Same |
| Pres./Sec. | |

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. STOCK ISSUANCE

The stock of this corporation shall be issued as follows:

| | |
|------------------|-----------|
| Carl J. Lacher | 51 shares |
| Donald W. Meritt | 49 shares |

ARTICLE IX. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has herunto set their hand and seal of Corporation Service Company on August 28, 1995.

CORPORATION SERVICE COMPANY

By: [Signature]
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: [Signature]
Its Agent, Gail Shelby