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ATTORNEYS AT LAW

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PENSACOLA, FLORIDA 32501

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ALSO LICENSED IN NJ & PA

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P970000695 17

August 5, 1997

EFFECTIVE DATE

8-5-97

Corporations Division
Department of State
409 East Gaines Street
Attn: Florida Filing
Tallahassee, Florida 32399

100002263651 -- 7
-08/11/97--01141--007
****122.50 ****122.50

Re: The Aragon Group at Pensacola, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced Corporation, together with a check in the amount of \$122.50 to cover the filing fee, certified copy fee, and registered agent designation fee.

Please file the original Articles with your office and return the certified copy to my office at your earliest convenience.

Very truly yours,

James J. Reeves

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 11 AM 9:41

8/12-97

ARTICLES OF INCORPORATION

OF

THE ARAGON GROUP AT PENSACOLA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE I - NAME

The name of this Corporation is **THE ARAGON GROUP AT PENSACOLA, INC.**

EFFECTIVE DATE
8.5.97

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of the execution of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional share) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the principal office of the Corporation is **730 Bayfront Parkway, Suite IV-B, Pensacola, Florida 32501**, and the name of the initial registered agent of this Corporation at that address is **KELLY BACON**.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director 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. The name and address of the initial Director of this Corporation is:

**KELLY BACON
730 BAYFRONT PKWY SUITE IV-B
PENSACOLA, FL 32501**

ARTICLE VIII - INCORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The name and address of the person signing these Articles of Incorporation:

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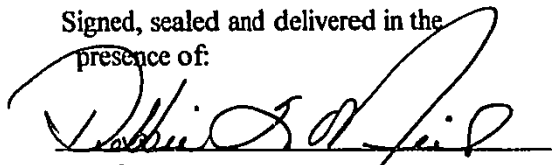
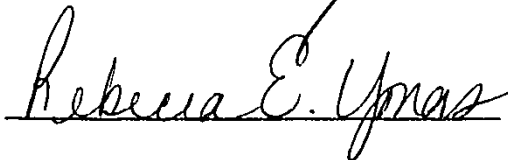
KELLY BACON
730 BAYFRONT PKWY. SUITE IV-B
PENSACOLA, FL 32501

ARTICLE IX - BY-LAWS

The power to alter, adopt, amend or repeal the By-Laws of this Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals to these Articles of Incorporation this 5th day of August, 1997.

Signed, sealed and delivered in the presence of:

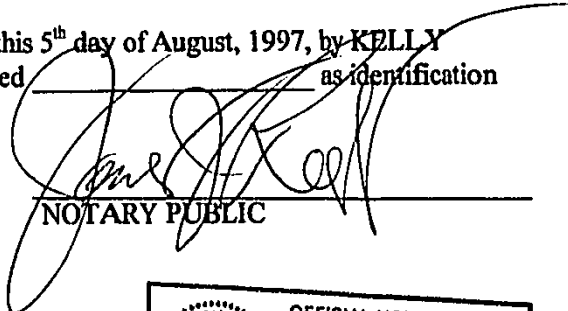

KELLY BACON

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


KELLY BACON

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 5th day of August, 1997, by KELLY BACON, who is personally known to me or who produced _____ as identification and did/did not take an oath.


NOTARY PUBLIC

