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JERROLD KNEE, P. A.
ATTORNEY AT LAW
1720 HARRISON STREET
HOLLYWOOD, FLORIDA 33020-6879

JERROLD KNEE

July 29, 1998

TELEPHONE (954) 927-4243
MIAMI TELEPHONE 945-6161
TELEFAX (954) 923-5235

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

000002604030-3
-07/31/98-01054-015
***122.50 ***122.50

Re: SABAL PALM MANOR CORP.

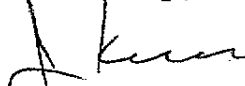
Gentlemen:

Enclosed please find the following in connection with the above captioned corporation:

1. Two originals of Articles of Incorporation;
2. Certificate Designating Registered Agent;
3. Check in the amount of \$122.50;
4. Self-addressed envelope.

Please return a certified copy of the Articles to this office.

Sincerely,


JERROLD KNEE

JK/jb
Enc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
SABAL PALM MANOR CORP.**

ARTICLE I - NAME

The Name of this corporation is:

SABAL PALM MANOR CORP.

ARTICLE II - MAILING ADDRESS

The initial mailing address of this corporation is 950 S.
Dixie Highway, Hollywood, Florida, 33020.

ARTICLE III - CAPITAL STOCK

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

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation of the same kind or class as that which he already
holds, shall have the right to purchase his pro-rata share thereof
at a price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 950 S. Dixie Highway, Hollywood, FL 33020

The name of the initial registered agent of this corporation
at that address is Noel Shapiro.

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DIVISION OF CORPORATIONS
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ARTICLE VI - DIRECTOR

The names and addresses of the initial director of the corporation is: Noel Shapiro, 950 S. Dixie Highway, Hollywood, FL 33020.

ARTICLE VII - PURPOSE AND POWERS

This corporation is organized for the purpose of transacting any or all lawful business. This corporation shall have all of the powers enumerated for corporations under the laws of the State of Florida.

ARTICLE VIII - NAME OF INCORPORATOR

The name and address of the person signing these Articles of Incorporation as subscriber/incorporator is Noel Shapiro, 950 S. Dixie Highway, Hollywood, FL 33020.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of July, 1998.

Noel Shapiro

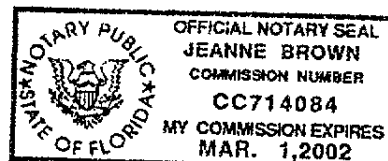
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 29 day of July, 1998, by Noel Shapiro, who ☒ is personally known to me or () has produced a Florida driver's license as identification.

Jeanne Brown
Jeanne Brown, Notary Public

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SABAL PALM MANOR CORP., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED NOEL SHAPIRO, LOCATED AT 950 S. DIXIE HIGHWAY, CITY OF HOLLYWOOD, STATE OF FLORIDA, 33020, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE OF CORPORATE OFFICER:

Noel Shapiro

Title: President

Date: 7-29-98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE OF REGISTERED AGENT:

Noel Shapiro

Date: 7-29-98