CAPITAL CONNECTION, INC.

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417 E. Virginia Street, Suite I • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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3. Northwest Florida

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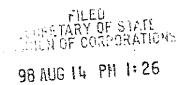
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Art of Inc. File

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		Certificate of Good Standing	
		Certificate of Status	234
		Certificate of Fictitious Name	. ••
		Corp Record Search	
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ARTICLES OF INCORPORATION

OF

SOUTHERN LIVING HOMES OF NORTHWEST FLORIDA, INC.

ARTICLE I

NAME AND BUSINESS ADDRESS OF CORPORATION

The name and business address of the corporation:

Southern Living Homes of Northwest Florida, Inc. 1138 Main Street Chipley, Florida 32428

ARTICLE II

CORPORATE NATURE

The purpose is to conduct and engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

COMMENCEMENT AND DURATION

The Corporation shall endure perpetually, commencing upon the filing of the Articles with the Secretary of State.

ARTICLE IV

CAPITAL/STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock at One (\$1.00) Dollar par value for each of said common stock shares.

ARTICLE V

BOARD OF DIRECTORS

The Corporation's Board of Directors shall consist of three (3) Directors. The number can be either increased or decreased from time to time by amendment of the By-Laws, but shall never be less than two (2). The names and addresses of the initial Board of Directors is:

William Lynn Cope, Jr. 228 Cope Road Chipley, Florida 32428

Charlotte A. Cope 228 Cope Road Chipley, Florida 32428

Joann G. Walsingham 1350 Willow Lane Chipley, Florida 32428

ARTICLE VI

NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.

ARTICLE VII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular or annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE VIII

INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

ARTICLE IX

REGISTERED AGENT

The Registered Agent of the Corporation and his address shall be:

William Lynn Cope, Jr. 228 Cope Road Chipley, Florida 32428

ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 1245 day of August, 1998.

WILLIAM LYNN COPE, JR.

228 Cope Road

Chipley, Florida 32428

CHARLOTTE A. COPE

228 Cope Road

Chipley, Florida 32428

JOANN G. WALSINGHAM

Notary Public/Nikki W. Howell

1350 Willow Lane

Chipley, Florida 32428

STATE OF FLORIDA COUNTY OF WASHINGTON

The foregoing Articles of Incorporation were acknowledged before me this 12th day of August, 1998, by WILLIAM LYNN COPE, JR. and CHARLOTTE A. COPE, who are personally known to me and JOANN G. WALSINGHAM, who produced Forida Drivers as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1998.

My Commission Expires: My Commission Number:

W. HOW

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ACCEPTANCE OF REGISTERED AGENT

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, and I accept the duties and obligations of Section 607.325 Florida Statutes.

WILLIAM LYNN COPE, JA

Registered Agent

STATE OF FLORIDA COUNTY OF WASHINGTON

The foregoing Acceptance of Registered Agent was acknowledged before me this \ of August, 1998, by WILLIAM LYNN COPE, JR., who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1998.

My Commission Expires:

My Commission Number:

Notary Public/Nikki W. Howell