



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 201923 7113609

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : April 12, 1999

ORDER TIME : 3:22 PM

ORDER NO. : 201923-005

600002847316--7

CUSTOMER NO: 7113609

CUSTOMER: Mr. Michael J. Pilgrim
ROYAL MORTGAGE CORPORATION
ROYAL MORTGAGE CORPORATION
1000 Ball Park Way Ste 210

Arlington, TX 76011

DOMESTIC FILING

NAME: WALDEN WOODS OF WILDWOOD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 22 PM 12:24

FILED

4/22/99
[Signature]

ARTICLES OF INCORPORATION
OF
WALDEN WOODS OF WILDWOOD, INC.

FILED
99 APR 22 PM 12:24
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:

WALDEN WOODS OF WILDWOOD, INC.

The address of the principal office of this corporation shall be 8889 Pelican Bay Boulevard, Suite 400, Naples, Florida 34108 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8889 Pelican Bay Boulevard, Suite 400, Naples, Florida 34108, and the name of the initial registered agent of the corporation at that address is Michael J. Pilgrim.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Michael J. Pilgrim Dir.	8889 Pelican Bay Boulevard, Suite 400 Naples, Florida 34108
Mark Teinert Dir.	same
Susan Stein Dir.	same

ARTICLE VII. 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 hereunto set their hand
and seal of Corporation Service Company on April 21, 1999.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

JKG

FILED
99 APR 22 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Michael J. Pilgrim, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

WALDEN WOODS OF WILDWOOD, INC.

Michael J. Pilgrim is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Michael J. Pilgrim