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COVER LETTER

FOR

ARTICLES OF INCORPORATION for SEMINOLE GROVE MANOR, INC.

JAMES R. WOLDSETH, C.P.A.
11590 SEMINOLE BLVD., A-6
LARGO, FLORIDA 33778

700002917007-6
-06/28/99-01079-022
*****70.00 *****70.00

JUNE 18, 1999

HONORABLE KATHERINE HARRIS
SECRETARY OF STATE
STATE OF FLORIDA

DEAR MS. HARRIS:

ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION FOR SEMINOLE GROVE MANOR, INC. IN ADDITION, YOU WILL FIND A CHECK FOR \$70.00 (SEVENTY DOLLARS) TO COVER FILING FEES.

THE RETURN ADDRESS FOR ACKNOWLEDGEMENT OF ACCEPTANCE OF THESE ARTICLES IS AT THE OFFICE OF THE INCORPORATOR:

JAMES R. WOLDSETH, C.P.A.
11590 SEMINOLE BLVD., A-6
LARGO, FLORIDA 33778
(727) 397-4135

IF THERE ARE ANY QUESTIONS, ADDITIONAL INFORMATION, OR REQUIREMENTS NEEDED FOR FILING, PLEASE CONTACT JAMES R. WOLDSETH.

RESPECTFULLY,



JAMES R. WOLDSETH

99 JUN 28 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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ARTICLES OF INCORPORATION
OF
SEMINOLE GROVE MANOR, INC.

99 JUN 28 PM 12:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, acting as the Incorporator of a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is Seminole Grove Manor, Inc. The principal location of the corporation is 11775 88th Terr. N., Seminole, Florida 33772.

ARTICLE II. DURATION

The duration of the corporation shall be perpetual, and its corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

The purposes for which this corporation is formed are to engage in any lawful act or activity of business for which corporations may be incorporated pursuant to law.

ARTICLE IV. SHARES

The aggregate number of shares which the corporation shall have authority to issue is 100 nonassessable, have a par value of \$1.00 (one-dollar) per share.

Without derogation to any other power to purchase shares of the corporation as permitted by law, the corporation, by action of the Board of Directors may purchase or redeem outstanding shares as permitted by its bylaws or agreement entered into by its shareholders.

ARTICLE V. REGISTERED OFFICE

The Registered Office of the corporation shall be: 11775 88th Terr. N., Seminole, FL 33772.

ARTICLE VI. APPOINTMENT OF REGISTERED AGENT

APPOINTMENT: Ilona Ryan, 11775 88th Terr. N. Seminole, FL 33772, is hereby appointed as the Registered Agent at the Registered Office of the corporation.

ACCEPTANCE: I hereby accept my appointment as the Registered Agent of Seminole Grove Manor, Inc. on whom process and other notice may be served. I am familiar with and accept the obligations provided for in Florida Stat. Ann. Sec. 607.325.

Date: 6/18/99


Ilona Ryan
11775 88th Terr. N.
Seminole, FL 33772

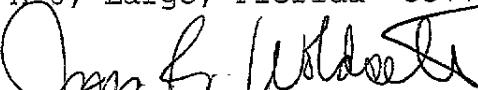
ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors composing the Initial Board of Directors is (1). The names and addresses of the members of the Initial Board of Directors are:

Ilona Ryan - President, V.P., Sec., & Treas.
11775 88th Terr. N.
Seminole, Florida 33772

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is James R. Woldseth, 11590 Seminole Blvd., A-6, Largo, Florida 33778.



James R. Woldseth
Incorporator

FILED

99 JUN 28 PM 12: 33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

COUNTY OF PINELLAS }
} }
STATE OF FLORIDA }

Before me, a Notary Public in and for the County and State aforesaid, personally appeared James R. Woldseth, Incorporator of Seminole Grove Manor, Inc. who acknowledged that he signed the foregoing Articles of Incorporation his free act and deed on this 18 day of June, 1999.


NOTARY PUBLIC

My commission expires 
Angela Perkins
MY COMMISSION # CC588499 EXPIRES
November 29, 2000
BONDED THRU TROY FAIR INSURANCE, INC.