P Reque	2000C	96428	
Bonie G City/State/Zij		Office Use Only	
CORPORATION NA	AME(S) & DOCUMENT NUM	BER(S), (if known):	
1. TAIK Corpora	LS Petinement Vi		
3(Corpor	ation Name) (Do	ocument #)	_
4(Corpor	ation Name) (D	ocument #)	
	Pick up timePhotocopy	Certified Copy	,
		Certificate of States S	- A
NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/ Dire	ector PLORIDA 2: 18	· ·· ·
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS	REGISTRATION/- QUALIFICATION	600003033046 -11/02/9901075- ******78.75 ****	-019 *78.75
Annual Report	Foreign		
Fictitious Name	Limited Partnership	DEPARTMENT OF STATE DIVISION OF CORPORATI ONS AGINO SEE, FLORIDA TALLAHSSEE, FLORIDA	
Name Reservation	Reinstatement		
	Trademark	99 NOV -2 PM 2: 11	
	Other	RECEIVED	
		T. SMITH NO	V 02 toon
		Examiner's Initials	1777

ARTICLES OF INCORPORATION

OF

FAIR OAKS, Retirement Village, Inc.

THE UNDERSIGNED, for the purpose of forming a corporation under Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is FAIR OAKS, Retirement Village, Inc.

ARTICLE II

DURATION

The duration of the Corporation is perpetual. Corporate existence shall commence upon the proper filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

The purpose of this corporation is any activity allowed or authorized by Chapter 607, Florida statues.

ARTICLE IV

SHARES OF STOCK

The aggregate number of shares which the Corporation is authorized to issue is Seven Thousand Five Hundred (7,500). Such shares shall be of a single class consisting of common, voting stock, and shall be of One Dollar (\$1) par value.

10V -2 PN 2:

ARTICLE V

REGISTERED AGENT

The initial registered agent for this corporation is Lee Shaffer, and the initial registered office is located at 2871 Bonnett Pond Rd., P. O. Box 443, Wausau, Florida 32463, which is also the principal office of the corporation.

ARTICLE VI

DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is four (4). The name and address of each person who is to serve as a member of the initial Board of Directors is

Lee Shaffer P. O. Box 443

Victoria Chapman 2623 East Avenue

Wausau, Florida 32463

Panama City, Florida 32405

Lowell R. Shaffer 2623 Headland Avenue

Michael Shaffer P. O. Box 443

Panama City, Florida 32405

Wausau, Florida 32463

The number of directors shall be fixed by the Bylaws and may be changed from time to time, but shall never be less than one (1) nor more than seven (7).

ARTICLE VII

OFFICERS

The number of officers constituting the initial officers of the Corporation is two (2). The mame and address of each person who is to serve as an initial officer is:

Lee Shaffer P. O. Box 443

Victoria Chapman 2623 E. Avenue

Wausau, Florida 32463

Panama City, Florida 32405

President

Secretary/Treasurer

The number of officers for the Corporation shall be fixed by the Bylaws and may be changed from time to time.

ARTICLE VIII

BYLAWS

The Board of Directors shall have the authority to adopt, alter or amend the Bylaws for the Corporation by a majority vote at any directors' meeting.

INCORPORATORS

The name and address to the incorporator is as follows:

Lee Shaffer P. O. Box 443 Wausau, Florida 32464

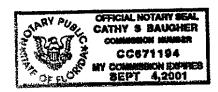
DATED this 2 md day of September 1999.

STATE OF FLORIDA

COUNTY OF Holmes

The foregoing instrument was acknowledged before me on the ____ day of _ Diemen 1999, by Lee Shaffer, who is personally known to me. FL DL#5160-552-36-846-0 Was produced as identification. Witness my hand and official seal this ______ day of ______ 1999.

My Commission expires:



CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

e Shafer

SECRETARY OF SIME

4