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-12/03/99--01103--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. American Memorial Centers, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4:00 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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99 DEC -3 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NEW FILINGS	
Profit	_____
NonProfit	_____
Limited Liability	_____
Domestication	_____
Other	_____

AMENDMENTS	
Amendment	_____
Resignation of R.A., Officer/Director	_____
Change of Registered Agent	_____
Dissolution/Withdrawal	_____
Merger	_____

Corporate  
Filing

OTHER FILINGS	
Annual Report	_____
Fictitious Name	_____
Name Reservation	_____

REGISTRATION/ QUALIFICATION	
Foreign	_____
Limited Partnership	_____
Reinstatement	_____
Trademark	_____
Other	_____

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TALLAHASSEE FLORIDA  
Examiner's Initials  
12/3/99

**ARTICLES OF INCORPORATION  
OF  
AMERICAN ~~MEMORIAL~~ CENTERS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be **AMERICAN MEMORIAL CENTERS, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business:  
3460 N.w. 9th Ave.  
Fort Lauderdale, FL 33334

Mailing Address:  
6400 Hollywood Boulevard  
Hollywood, FL 33024

**ARTICLE III. NATURE OF BUSINESS**

This corporation may engage in the funeral home and related services business for profit and/or transact any and all lawful activities or business permitted under the laws of the State of Florida, or in any other state, county, territory or nation.

**ARTICLE IV. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: seven thousand five hundred (7500) shares of common stock, one dollar (\$1.00) par.

**ARTICLE v. TERM OF EXISTENCE**

This corporation shall be effective immediately and exist perpetually.

**ARTICLE VI. PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

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**ARTICLE VII. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Patrick Boyd  
6400 Hollywood Boulevard  
Hollywood, FL 33024

**ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS**

The name and address of the initial officers and directors shall be:

Patrick Boyd  
President

Laurence P. Boyd  
Secretary

Brandon S. Walbridge  
Director

**ARTICLE XI. INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Patrick Boyd  
6400 Hollywood Boulevard  
Hollywood, FL 33024

The undersigned has executed these Articles of Incorporation this 2 day of December, 1999.

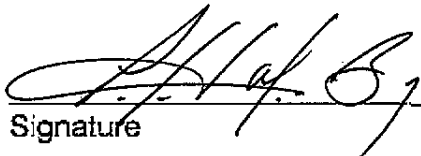
  
\_\_\_\_\_  
Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sec. 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

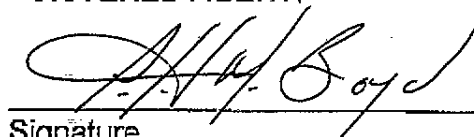
1. The name of the corporation is: **AMERICAN MEMORIAL CENTERS, INC.**
2. The name and address of the registered agent and office is:

Patrick Boyd  
6400 Hollywood Boulevard  
Hollywood, FL 33024

  
Signature  
Patrick M. Boyd President  
Typed or Printed Name and Position  
Date: Dec. 2, 1999

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FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Signature  
Date: Dec. 2, 1999