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1993 MAR 21 AM 9:18

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WINTER HAVEN CHRISTIAN CENTER, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WINTER HAVEN CHRISTIAN CENTER, INC.

The principal place of business of this corporation shall be 10900 Turkey Lake Road, Orlando, Florida 32819.

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 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 502 East Park Avenue, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Edward Verbal Williams Pres.	10900 Turkey Lake Road Orlando, Florida 32819
Leland Keith Peck V. Pres.	Same
Donald Bernard Ward Sec.	Same

ARTICLE VII. INCORPORATOR

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

Corporation Information Services, Inc.
502 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned authorized agent of Corporation Information Services, Inc. has hereunto set her hand and seal of Corporation Information Services, Inc. on this 20th day of March, 1986.

Corporation Information Services, Inc.

By: Gail Shelby
Gail Shelby

STATE OF FLORIDA

COUNTY OF LEON

The foregoing instrument was acknowledged before me this 20th day of March, 1986, by Gail Shelby.

Gerrie E. Moore
Notary Public, State of Florida at Large

My Commission Expires: _____

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES FEB. 20, 1987
BONDED THIS NOTARY PUBLIC UNDER LA. 7755

ASSIGNMENT BY THE SOLE INCORPORATOR TO THE ARTICLES OF
INCORPORATION OF

WINTER HAVEN CHRISTIAN CENTER, INC.

Corporation Information Services, Inc., as sole
incorporator, for value received hereby assigns any and
all rights I may have as such incorporator to the
following:

Edward Verbal Williams

EFFECTIVE this 21st day of March, 1986.

Corporation Information Services, Inc.

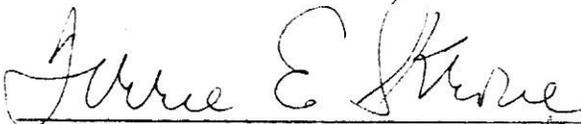
By:

Gail Shelby

STATE OF FLORIDA

COUNTY OF LEON

The foregoing instrument was acknowledged before me
this 21st day of March, 1986, by Gail Shelby, Agent of
Corporation Information Services, Inc.



Notary Public, State of Florida at Large

My Commission Expires: _____

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of WINTER HAVEN CHRISTIAN CENTER, INC., a corporation organized under the Laws of the State of Florida, filed on March 21, 1986, as shown by the records of this office.

The document number of this corporation is J05239.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
21st day of March, 1986.



CR2E022 (10-85)

George Firestone
Secretary of State

DIRECTORS AND STOCKHOLDERS OF WINTER HAVEN CHRISTIAN
CENTER INC.'S WRITTEN CONSENT TO AMENDMENT OF
ARTICLES OF INCORPORATION

The undersigned, being all of the directors and all of the stockholders of Winter Haven Christian Center, Inc., a Florida corporation, entitled to vote with respect thereto, and in the case of the stockholders being each the holder of the number and class of share set forth opposite their names below, hereby consent to, authorize and adopt the following amendments to the Articles of Incorporation of Winter Haven Christian Center, Inc., chartered on March 21, 1986, as Charter No. J05239, as follows, towit:

ARTICLE I of the Articles of Incorporation as
filed March 21, 1986, is hereby amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

WINTER HAVEN CHRISTIAN CENTER, INC.

The principal place of business of this
corporation shall be 4925 Cypress Gardens Road, Winter
Haven, Florida 33880."

ARTICLE II of said Articles shall be amended so as to
read as follows:

ARTICLE II. PURPOSE OF CORPORATION;
PROHIBITION AGAINST
EARNINGS TO MEMBERS.

The purpose of this corporation is to build
and maintain a residential facility primarily
for retired adults and to promote the non-denominational
fellowship of such residents, without regard to race,

creed, color or country of origin. This corporation shall consistent with such purpose be authorized to erect, construct, purchase, repair, improve, maintain, and operate recreational and residential properties within any facility owned by it which shall be exclusively for the benefit of its member-stockholders, and to otherwise promote social intercourse among them.

This corporation is organized and operated exclusively for the benefit of its members and other non-profit purposes, and no part of any net earnings shall inure to the benefit of any member-stockholder, director, or officer. Any such net earnings, other than those set aside for reserves for improvement of the corporation's facilities and maintenance of corporate property, will be paid over on an annual basis to an organization which is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code."

This Amendment shall become effective immediately upon the filing of these Articles of Amendment, but the affairs of the corporation shall be conducted (as they have been from the inception of operations by the Corporation) as if the provisions of this Amendment had been included in the original Articles of Incorporation.

<u>NAME OF STOCKHOLDER</u>	<u>SIGNATURE</u>	<u>NO. OF SHARES OF COMMON STOCK HELD</u>	<u>DATE OF SIGNATURE</u>
William T. Herron	<u>William T. Herron</u>	-1-	January 29, 1987
Fred L. Adams	<u>Fred L. Adams</u>	-1-	January 29, 1987
Alton E. Goerlitz	<u>Alton E. Goerlitz</u>	-1-	January 29, 1987
Leroy Berge	<u>Leroy Berge</u>	-1-	January 29, 1987
Stanley L. Scharer	<u>Stanley L. Scharer</u>	-1-	January 29, 1987
Donald H. Ward	<u>Donald H. Ward</u>	-1-	January 29, 1987
Donald Carroll	<u>Donald Carroll</u>	-1-	January 29, 1987

<u>NAME OF DIRECTOR</u>	<u>SIGNATURE</u>	<u>DATE OF SIGNATURE</u>
William T. Herron	<u>William T. Herron</u>	January 29, 1987
Fred L. Adams	<u>Fred L. Adams</u>	January 29, 1987
Alton E. Goerlitz	<u>Alton E. Goerlitz</u>	January 29, 1987
Leroy Berge	<u>Leroy Berge</u>	January 29, 1987
Stanley L. Scharer	<u>Stanley L. Scharer</u>	January 29, 1987
Donald H. Ward	<u>Donald H. Ward</u>	January 29, 1987
Donald Carroll	<u>Donald Carroll</u>	January 29, 1987

EXECUTED on behalf of the abovestated corporation by its President, Stanley L. Scharer, this 29th day of January, 1987.

WINTER HAVEN CHRISTIAN CENTER, INC.

BY Stanley L. Scharer
Stanley L. Scharer, President

ATTEST Donald H. Ward
Donald H. Ward
Secretary



STATE OF FLORIDA:

COUNTY OF POLK:

The foregoing instrument was acknowledged before me this 29th day of January, 1987, by Stanley L. Scharer and Donald N. Ward, as President and Secretary, respectively, of Winter Haven Christian Center, Inc., a Florida corporation, on behalf of said corporation.

A faint circular notary seal is visible on the left side of the page, containing the words "NOTARY PUBLIC" and some illegible text around the perimeter.
Peggy S. Thompson
Notary Public

My Commission Expires 12/4/89