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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

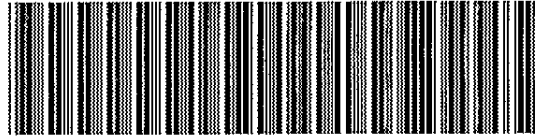
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATE
REGISTRATIONS
TALLAHASSEE FLORIDA

CT CORPORATION SYSTEM

December 16, 2002

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5741781 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Eleven Pack Management Corp. (DE)
Qualification
Florida

Please return a good standing certificate along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Eleven Pack Management Corp.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 19, 2002 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1701 Highway A1A, Suite 304, Vero Beach, FL 32963
(Principal office address)
1701 Highway A1A, Suite 304, Vero Beach, FL 32963
(Current mailing address)
8. To lease and operate assisted living facilities, which may include skilled nursing facilities and uses incidental thereto.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

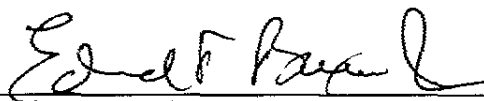
Name: F & L Corp.

Office Address: The Greenleaf Building, 200 Laura Street

Jacksonville, Florida 32202-3510
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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STATE OF FLORIDA
TALLAHASSEE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Timothy S. Smick

Address: 1701 Highway A1A, Suite 304

Vero Beach, FL 32963

Vice Chairman: _____

Address: _____

Director: Daniel Simmons

Address: 1701 Highway A1A, Suite 304

Vero Beach, FL 32963

Director: _____

Address: _____

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B. OFFICERS

President: Timothy S. Smick

Address: 1701 Highway A1A, Suite 304

Vero Beach, FL 32963

Vice President: Daniel Simmons

Address: 1701 Highway A1A, Suite 304

Vero Beach, FL 32963

Secretary: Daniel Simmons

Address: 1701 Highway A1A, Suite 304, Vero Beach, FL 32963

Treasurer: Timothy S. Smick

Address: 1701 Highway A1A, Suite 304

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Timothy S. Smick
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Timothy S. Smick, President
(Typed or printed name and capacity of person signing application)

Delaware

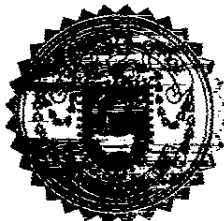
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELEVEN PACK MANAGEMENT CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
HALL-ASSESS, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3592540 8300

AUTHENTICATION: 2124194

020744029

DATE: 12-04-02