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D. BROWN AUG - 8 1996

FLORIDA DEPARTMENT OF STATE

ARTICLES OF INCORPORATION FOR FLORIDA NONPROFIT CORPORATION

FIRST

ACCOUNTY OF THE STATE OF THE ST THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 617.0401 IS:

AGE INSTITUTE OF FLORIDA, INC.

THE PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE: SECOND:

> THE CORPORATION SHALL BE ORGANIZED FOR THE PURPOSES OF ESTABLISHING, OWNING, MAINTAINING AND OPERATING HOSPITALS, NURSING HOMES AND RELATED HEALTH CARE FACILITIES, INCLUDING RETIREMENT HOUSING FOR ELDERLY PERSONS AND PERFORMING SUCH OTHER ACTS NECESSARY OR INCIDENTAL TO THE ABOVE STATED PURPOSES. THE CORPORATION SHALL SERVE ONLY SUCH PURPOSES AND FUNCTIONS AND SHALL ENGAGE ONLY IN ACTIVITIES AS ARE CONSONANT WITH THE PURPOSES HEREIN STATED AND AS ARE EXCLUSIVELY CHARITABLE AND ARE ENTITLED TO CHARITABLE STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR THE CURRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE CODE (THE "CODE").

THIRD:

THE ADDRESS OF THE INITIAL PRINCIPAL OFFICE, AND THE MAILING ADDRESS, OF THE CORPORATION IS:

C/O AGE INSTITUTE, PROFESSIONAL ARTS BUILDING, 25 PENNCRAFT AVENUE, CHAMBERSBURG, PA 17201.

FOURTH:

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS:

C/O CT CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324.

THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS:

CT CORPORATION SYSTEM.

THIS CORPORATION IS ORGANIZED ON A NON-STOCK BASIS. FIFTH:

SIXTH

THE METHOD OF ELECTION OF DIRECTORS SHALL BE AS 5 ATED IN

THE BYLAWS.

SEVENTH:

THE CORPORATE POWERS AUTHORIZED UNDER THE FLORIDA

NONPROFIT CORPORATION ACT SHALL NOT BE LIMITED EXCEPT AS

PROVIDED IN ARTICLE SECOND HEREOF.

EIGHTH:

THE NAME AND ADDRESS OF THE SOLE INCORPORATOR IS:

MERLE J. PERSKIE

BLANK ROME COMISKY & MCCAULEY

1200 FOUR PENN CENTER PLAZA

PHILADELPHIA, PA 19103

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS

7TH DAY OF AUGUST, 1996.

MERLE J. PERSKIE, INCORPORATOR

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, 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.

DATED: AUGUST 1, 1996

CT CORPORATION SYSTEM

BY:_____

CONNIE BRYAN

SPECIAL ASSISTANT SETTETARY