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CAROLE A. BANKS
J. ALLEN BOBO
DAVID D. EASTMAN
JODY B. GABEL
MARK A. HASKINS
DOUGLAS B. LUMPKIN
SUSAN W. LURVEY
H. ROGER LUTZ
CHARLES W. TELFAIR, IV
RICHARD S. WEBB, IV

LUTZ, WEBB, BOBO & EASTMAN
RECEIVED
101 SOUTH MONROE STREET
TALLAHASSEE, FLORIDA 32301
DIVISION OF CORPORATIONS
POST OFFICE BOX 1569
TALLAHASSEE, FLORIDA 32302-1569
TELEPHONE: (850) 521-0890
TOLL FREE: (877) 521-0890
FAX: (850) 521-0891

SARASOTA OFFICE:
ONE SARASOTA TOWER
TWO NORTH TAMiami TRAIL
FIFTH FLOOR
SARASOTA, FLORIDA 34236
TELEPHONE: (941) 951-1800
TOLL FREE: (877) 951-1800
FAX: (941) 366-1603
E-MAIL: LUTZWEBB@KUDOS.NET

PLEASE REPLY TO: TALLAHASSEE

October 22, 1998

VIA HAND DELIVERY

Florida Department of State
Division of Corporations
Qualification/Tax Lien Sec.
409 E. Gaines Street
Tallahassee, FL 32399

400002670524--0
-10/22/98--01084--027
****131.25 *****87.50

w98-24063

RE: Lake Yale Inc.
Lake Yale Treatment Associates, Inc.
Sandpiper Mobile Manor Associates, LLC
Eustia Associates, LLC

*Call
when
ready*

Dear Sir or Madam:

The enclosed Applications, Certificates of Existence and checks are submitted to register the above referenced foreign corporations or limited liability companies, as appropriate, to transact business in Florida.

Please contact me at 521-0890 when the qualifications are complete and ready for pick-up.

Sincerely,

Susan E. Avellone
Susan E. Avellone, CLA

/sa
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 2:02

mtu
10/26

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Lake Yale, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan Avellone
(Name of Person)
Lutz, Webb, Bobo & Eastman
(Firm/Company)
101 South Monroe Street
(Address)
Tallahassee, FL 32301
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 12:03

Should you need to call someone concerning this matter, please call:

Susan Avellone at (850) 521-0890
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 22, 1998

*Give
22nd file date*

LUTZ, WEBB BOBO & EASTMAN

SUBJECT: LAKE YALE, INC.
Ref. Number: W98000024063

We have received your document for LAKE YALE, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 098A00052206

RECEIVED
98 OCT 26 AM 11:22
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
98 OCT 26 AM 11:22

FILED
98 OCT 22 PM 12:03
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Call when Ready

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Peter Beer, do hereby certify that this Resolution of the Board of Directors of LAKE YALE, INC., a corporation duly organized and existing under the laws of the State of Michigan, was duly adopted on the 28 day of October, 1998. Be it resolved, that LAKE YALE, INC., organized and existing in the State of Michigan, hereby adopts the name LAKE YALE ASSOCIATES, INC. for use in Florida.

Dated: 10-22-98

A handwritten signature in cursive script, appearing to read "Peter Beer", written over a horizontal line.

Peter Beer, Chariman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 12:03

**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. Lake Yale, Inc.
(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. Michigan 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 15, 1998 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 18700 W. 10 Mile
Southfield, MI 48075
(Current mailing address)

8. All lawful purposes as set forth in the corporate Bylaws
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: David D. Eastman

Office Address: 101 South Monroe Street
Tallahassee, Florida, 32301
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 12:03

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Peter Beer, Sole Director

Address: 18700 W. 10 Mile
Southfield, MI 48075

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Peter Beer

Address: 18700 W. 10 Mile
Southfield, MI 48075

Vice President: _____

Address: _____

Secretary: Peter Beer

Address: 18700 W. 10 Mile
Southfield, MI 48075

Treasurer: Peter Beer

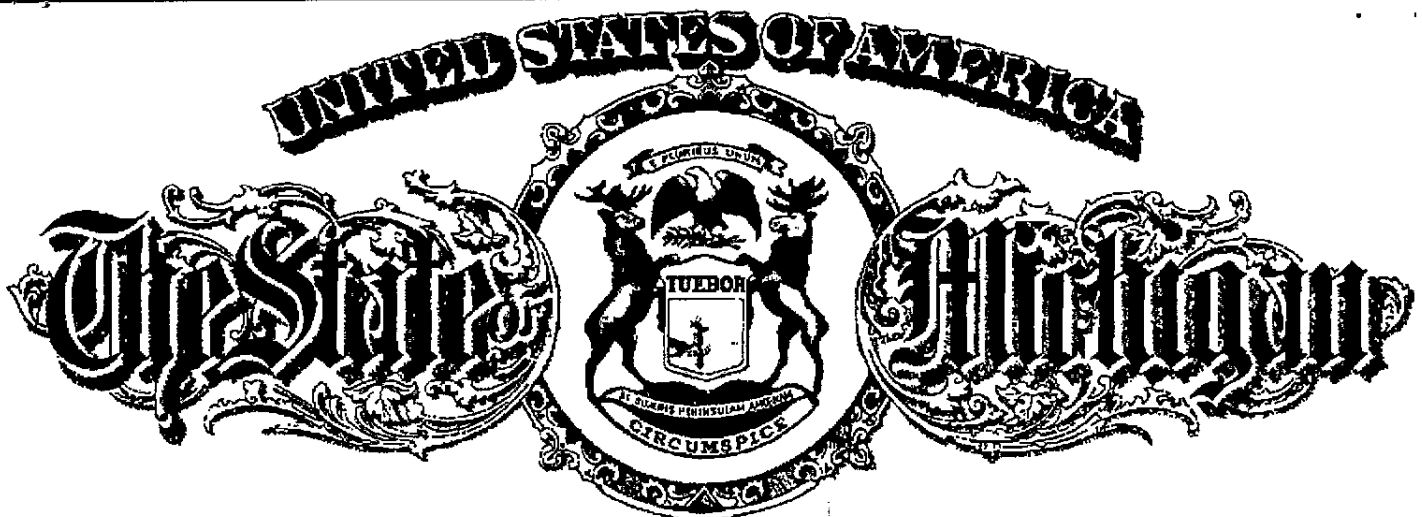
Address: 18700 W. 10 Mile
Southfield, MI 48075

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

13. X Peter Beer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Peter Beer, Sole Director and President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 12:03



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

LAKE YALE, INC.

was validly incorporated on October 15, 1998, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

FILED
SECRETARY OF
DIVISION OF
98 OCT 20 PM

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 20th day
of October, 1998.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau

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