



SUPERIOR
RESIDENCES
INC.

307 West Park Avenue • Suite 211 • Tallahassee, Florida 32301 • 850-681-6096 • Fax 850-681-0864
Operations Center • 13630 Linden Drive • Spring Hill, FL 34609 • 352-686-3831 • Fax 352-686-3701

January 19, 2001

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

via U.S. Mail

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01/22/01--01092--022
***160.00 ***160.00

Dear Sir or Madam:

Enclosed you will find a completed Articles of Organization form for the purpose of creating a Florida limited liability company. In addition you will find a check for \$160 for the filing fee, designation of registered agent, certified copy, and certificate of status.

Please call me at 352/686-3831 if you have any questions or need further information.

Sincerely,

Richard H Crawford

Richard H. Crawford

FILED
01 JAN 22 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L01-1227
OK

**ARTICLES OF ORGANIZATION
SRI OF SUMMER FIELDS MEMORY CARE, LLC**

ARTICLE I - Name:

The name of the Limited Liability Company is:

SRI of Summer Fields Memory Care, LLC.

ARTICLE II - Address:

The street and mailing address of the principal office of the Limited Liability Company is:

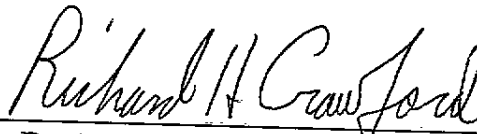
13630 Linden Drive
Spring Hill, Florida 34609

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's
Signature:**

The name and the Florida street address of the registered agent are:

Richard H. Crawford
13630 Linden Drive
Spring Hill, Florida 34609

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 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 as provided for in Chapter 608, Florida Statutes.



Registered Agent's Signature

ARTICLE IV - Management:

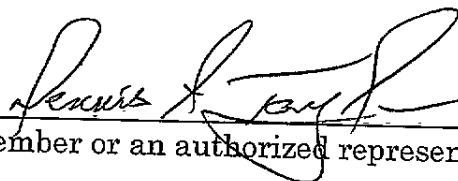
The Limited Liability Company is to be managed by a member or members and the names and addresses of the initial members who are to serve as managing member are:

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01 JAN 22 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Superior Residences, Inc.
307 West Park Avenue, Suite 211
Tallahassee, Florida 32301

ARTICLE V - Indemnification:

The Limited Liability Company shall, to the full extent permitted by Section 608.4363 of the Florida Statutes, as amended from time to time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article V shall not limit or exclude any rights, indemnities, or limitation of liabilities to which any person may be entitled, whether as a matter of law, under the regulations of the Limited Liability Company, by agreement or otherwise.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dennis A. Taylor, CEO of Superior Residences, Inc.
Typed or printed name of signee

FILED
01 JAN 22 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA