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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 30, 2002

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****125.00 ****125.00

VIA FEDEX

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

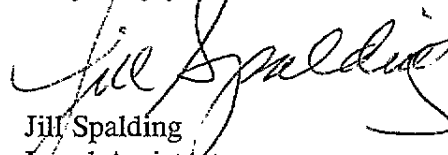
Re: Senior Health-TNE, LLC
Senior Health-TLTC, LLC

Gentlemen/Ladies:

Enclosed herewith for filing please find Articles of Organization for each of the above-referenced limited liability companies. Separate checks in the amount of \$125.00 each representing the filing and Designation of Registered Agent fees are also enclosed.

Kindly return a letter of acknowledgment upon registration in the enclosed pre-paid FEDEX envelope.

Very truly yours,


Jill Spalding
Legal Assistant

Enclosures

cc: Ms. Carol A. Tschop
Mr. Bart Wyatt
Harry D. Madonna, Esquire
Edward G. Fitzgerald, Esquire

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Senior Health-TLTC, LLC

ARTICLE II - Address:

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

785 Fifth Avenue, Suite 5, Chambersburg, PA 17201

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

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

Bart Wyatt

Name

100 Second Avenue South, Suite 901 S

Florida street address (P.O. Box NOT acceptable)

St. Petersburg FL 33701

City, State, and Zip

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, F.S.

Bart Wyatt

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

- The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Senior Health Properties South, Inc.

By: Carol A. Tschop

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.)

Carol A. Tschop, President of Senior Health Properties South, Inc., Sole Member

Typed or printed name of signer

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 35.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)