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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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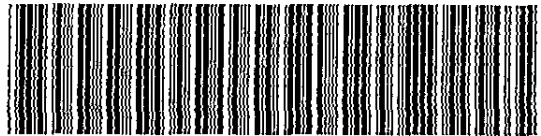
(Business Entity Name)

(Document Number)

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03 FEB - 3 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

VB
2-4-03

JOHN H. RAINS III, P.A.

ATTORNEY AT LAW

501 East Kennedy Boulevard • Suite 750 • Tampa, Florida 33602-5237

(813) 221-2777 • Fax (813) 221-3737 • www.johnrains.com • jrains@johnrains.com

January 31, 2003

Via Federal Express

Department of State
Division of Corporations
Corporate Filings
409 East Gaines Street
Tallahassee, FL 32399

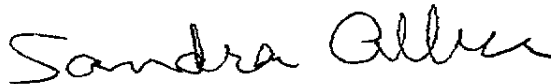
Re: Beneva Lakes Health Care Associates, LLC
Central Park Health Care Associates, LLC
Coral Bay Health Care Associates, LLC
Oakbridge Health Care Associates, LLC
The Parks Health Care Associates, LLC

Dear Sir/Madam:

Enclosed are original executed Articles of Organization, together with an executed Acceptance by Registered Agent for the above five entities. Also enclosed is our firm's check in the amount of \$625.00 for the filing fees for these new LLCs.

Please contact the undersigned if there are any questions.

Sincerely,



Sandra S. Albee
Legal Assistant to
John H. Rains, III

03 FEB - 3 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Enc.

cc: Patrick Duplantis (w/enc.)

**ARTICLES OF ORGANIZATION
OF
BENEVA LAKES HEALTH CARE ASSOCIATES, LLC**

1. Name. The name of this limited liability company is BENEVA LAKES HEALTH CARE ASSOCIATES, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles of Organization with the Florida Department of State, unless these Articles of Organization or the operating agreement of the Company provide otherwise.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and business that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 741 Beneva Road, Sarasota, FL 34232.

5. Registered Agent and Office. The name of the initial registered agent of the Company is CT Corporation System. The street address of the initial registered agent of the Company is 1200 South Pine Island Road, Plantation, FL 33324.

6. Management of the Company. The management of the Company is reserved to one or more managers. Initially, the Company will be managed by Patrick Duplantis and Daryl Griswold.

The undersigned executed these Articles of Organization on the 23rd day of January, 2003.

ALPHA HEALTH CARE PROPERTIES, LLC, Member

By: 
Patrick Duplantis, Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for Beneva Lakes Health Care Associates, LLC, at the street address of 1200 South Pine Island Road, Plantation, FL 33324, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Registered Agent as provided in Chapter 608, Florida Statutes.


C T CORPORATION SYSTEM

Registered Agent's Signature

PETER F. SOUZA
ASSISTANT SECRETARYDated: January 23, 2003

APPROVE:
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA