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RANDALL J. LOVE, P.A. ATTORNEY AT LAW

10816 U.S. 19 North, Suite 110 Port Richey, Florida 34668

(727) 861-7001 (727) 863-0543 Fax

1-866-838-7001

November 13, 2003

Gretchen Harvey Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Contemporary Health Group, LLC

Dear Ms. Harvey:

Enclosed please find Articles of Organization of Contemporary Health Group, LLC and Certificate of Designation of Agent/Registered Office. Also enclosed is a copy of check #2683 along with check #2730 to cover the remainder of the fees, including a certified copy. If you have any questions or need additional information, please contact my office manager, Tina, at (727) 861-7001.

Thank you for your attention in this regard.

Very truly yours,

Randall J. Love

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ARTICLES OF ORGANIZATION

OF

CONTEMPORARY HEALTH GROUP LLC

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company in the State of Florida under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes.

1. Name of LLC:

The name of the limited liability company is Contemporary Health Group, LLC.

2. Address:

The street address of Contemporary Health Group, LLC is 2845 Landing Way, Palm Harbor, Florida 34684.

3. Registered Agents:

The registered agent of Contemporary Health Group, LLC for the purpose of service of process is Bruce Bonsel at 2845 Landing Way, Palm Harbor, Florida 34684.

5. Name and Address of Each Organizer:

The name and business address of each organizer is:

Bruce Bonsel	2845 Landing Way
	Palm Harbor, FL 34684

6. Perpetual Duration:

The period of duration of Contemporary Health Group LLC is perpetual.

7. Capital Contributions:

The members of Contemporary Health Group LLC shall contribute to the capital **B** the company cash or property. Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

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8. Management:

The company shall be managed by a manager in accordance with the regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles

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of organization. The manager shall have such authority and duties as set forth in the regulations and as provided in Chapter 608.422, Florida Statutes. All managers shall be subject to the general standards of conduct and care set forth in Chapter 608.4225, Florida Statutes. Such duties shall include, without limitation, the duty of loyalty to the company and the duty of care in refraining from engaging in grossly negligent or reckless conduct, intentional misconduct or a knowing violation of law. In performing his or her duties, any manager may rely upon information, reports, advice, opinions and statements, including financial statements, provided by legal counsel, public accountants or other persons the manager reasonably believes are within the provider's expert or professional competence. The company shall indemnify every manager, his or her heirs, executors, administrators, and assigns against any expense actually and reasonably incurred by the managers, as well as against any claim, cause of action or judgment, including reasonable attorney's fees, in connection with any judicial or administrative action to which the manager may be a party by reason of having been a manager of this company. The name and address of the initial manager is Bruce Bonsel at 2845 Landing Way, Palm Harbor, Florida 34684.

9. Admission of New Members:

Except as set forth in the regulations, no additional members shall be admitted to Contemporary Health Group LLC except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approved of the proposed transfer by written consent.

10. Voting:

Each percentage of membership interest has one vote on each matter on which the membership interest is entitled to vote. With respect to any matter, other than the admission of new members, the additional contribution of capital or as otherwise set forth in the operating agreement and regulations of the company, the act of the members on that matter shall be the affirmative vote of the holders of a majority of the membership interest entitled to vote on that matter.

11. Continuation of Business:

The company shall be dissolved in the event of the death, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority of the remaining members.

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12. Purpose:

Contemporary Health Group LLC has been formed for the purpose of acquiring, purchasing, constructing, developing, financing, operating, managing, holding, owning, and selling assisted living facilities and for any other lawful purpose.

13. Certificate of Membership:

A member's interest in Contemporary Health Group LLC may be evidenced by a certificate of membership interest, which may be transferred or assigned as provided by law, these articles of organization or the company regulations.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization in Palm Harbor, Florida this 2 day of Oatstee, 2003.

Bonsi

Bruce Bonsel

Sworn to and subscribed before me this $2^{n^{d}}$ day of <u>October</u>, 2003 by Bruce Bonsel who is personally known to me or produced as identification and who took an oath.

Notary Public

Commission:

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My Commission expires:

MARTINA R. LAWSON MY COMMISSION # DD 113638 EXPIRES: May 17, 2006 Bonded Thru Notary Public Underwriters

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE OF CONTEMPORARY HEALTH GROUP, LLC

Under the provisions of F.S. 608.415 Contemporary Health Group, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is Contemporary Health Group, LLC.
- 2. The name and street address of the registered agent in Florida are:

Bruce Bonsel 2845 Landing Way Palm Harbor, FL 34684

The undersigned, being the person named in the articles of organization of Contemporary Health Group, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

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Registered Agent-Bruce Bonsel

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