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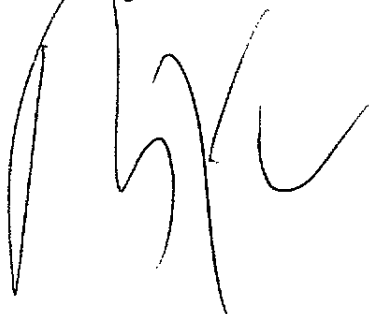
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BDDH Holdings, LLC

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ARTICLES OF ORGANIZATION
BDDD Holdings
L. L.C.

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act:

ARTICLE I
Name

The name of the limited liability company, referred to in these Articles as "Company" is BDDD Holdings, L.L.C.

ARTICLE II
Duration

The company shall dissolve on December 31, 2035.

ARTICLE III
Purpose

The purpose for which Company is organized is to invest in nursing homes and other properties, as well as to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE IV
Principal Address

The address of Company's principal place of business in Florida is 194 Will Duke Road, Wauchula, Florida, 33873 and its mailing address is Post Office Box 1087, Wauchula, Florida 33873.

ARTICLE V
Registered Agent and Office

The name of the Company's initial registered agent in Florida is Edgar L. Davis, Sr. The address of Company's registered office in Florida is 194 Will Duke Road, Wauchula, Florida 33873.

ARTICLE VI
Capital Contributions

The total amount of cash contributions is \$500,000.00
Contributions to the Company by each member are as follows:

- (a) Edgar L. Davis Family Trust has made a cash contribution of \$125,000.00
- (b) E. L. Davis, Jr. has made a cash contribution of \$125,000.00
- (c) Keith W. Davis has made a cash contribution of \$125,000.00
- (d) Charles E Best and Gayle D. Best have made a cash contribution of \$125,000.00

**ARTICLE VII
Management**

The company is to be managed by one manager. The manager will serve until the first annual meeting of the members. The initial manager is as follows:

Edgar L. Davis, Sr. 194 Will Duke Road, Wauchula, Florida 33873.

**ARTICLE VIII
Admission of New Members**

Members shall have the right to admit new members. Additional members may be admitted only on the unanimous written consent of existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**ARTICLE IX
Remaining Members**

The remaining members of the company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

**ARTICLE X
Additional Provisions**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members listed in Article VI.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 28 day of January, 2005, at Wauchula, Florida.

Edgar L. Davis Family Trust

By:


EDGAR L. DAVIS, SR.
Trustee

**STATE OF FLORIDA:
COUNTY OF HARDEE:**

Before me, the undersigned authority personally appeared **EDGAR L. DAVIS, SR.**, who is known to me to be the person who executed the foregoing Articles of Organization and acknowledged before me that he made and subscribed the same for the purposes herein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 20th day of January, 2005.



**NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE**



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA:
COUNTY OF HARDEE:**

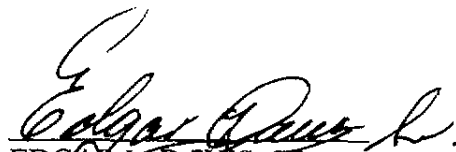
Pursuant to the provisions of Section 608.415 and 608.407 (1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is BDDD Holdings, L.L.C.

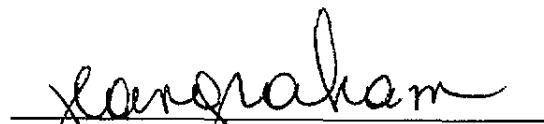
The name of the registered agent for BDDD Holdings, L.L.C. is Edgar L. Davis, Sr., and the street address of the company's principal office is 194 Will Duke Road, Wauchula, Florida, 33873.

This statement is to acknowledge that, as indicated above, BDDD Holdings, L.L.C., has appointed me, EDGAR L. DAVIS, SR., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 28 day of January, 2005.


EDGAR L. DAVIS, SR.

The foregoing instrument was acknowledged before me this 28 day of January, 2005, by Edgar L. Davis, Sr., agent on behalf of BDDD Holdings, L.L.C., a limited liability company. He is personally known to me.


NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE

