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OP OF OT

DIVISION OF CORPORATIONS

Clement H. White

ATTORNEY AT LAW 6261 Third Avenue North St. Petersburg, Florida 33710 Tel. 727/343-3012

August 30, 2007

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Organization of Florida Limited Liability Company

Dear Gentlemen:

The enclosed Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to the letterhead address.

Also enclosed is a check for the following amount:

Filing fee, Certificate of Status and Certified Copy

\$160.00

Thank you for your assistance.

Sincerely,

Clement H. White

enc.

ARTICLES OF ORGANIZATION

ARTICLE I - NAME

The name of this Limited Liability Company is **PROVIDENCE CARE ASSISTED LIVING FACILITY, LLC**.

ARTICLE II - ADDRESS

The mailing address of the principal office of the Limited Liability Company is: 2545 Gomaz Way, St. Petersburg, Florida 33712

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

Name:

Vilma .F Britton

Address:

4236 - 53rd Avenue North

St. Petersburg, FL 33714

DY/02/02

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, am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Vilma F. Britton, Registered Agent

ARTICLE IV - MANAGERS OR MANAGING MEMBERS

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

MGMR

Vivian L. Hinds 11154 Rodeo Lane Riverview, FL 33579 **MGMR**

Dawn M. Hinds

11154 Rodeo Lane Riverview, FL 33569

MGMR

George A. Britton, Sr.

4236 - 53rd Avenue North St. Petersburg, FL 33714

MGMR

Vilma F. Britton

4236 - 53rd Avenue North St. Petersburg, FL 33714

"MGR" = Manager

"MGMR" = Managing Member

ARTICLE V - EFFECTIVE DATE

The effective date of this Limited Liability Company is September 1, 2007.

Vivian L. Hinds, Member

Dawn M. Hinds, Member

George A. Britten, Sr., Member

Vilma F. Britton, 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.