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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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08 MAR 25 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CA Thomas MAR 26 2008

BORDELON, SCHULTZ & GREENE
Attorneys at Law
Est 1974

John S. Bordelon, LLM.

Also admitted in Louisiana
jbordelon@lawbordelon.com

Matthew D. Bordelon

Also admitted in Alabama
mbordelon@lawbordelon.com

Kerry Anne Schultz

kaschultz@lawbordelon.com

Shari Thieman Greene

Also admitted in
New Mexico and Texas
stgreene@lawbordelon.com

March 4, 2008

VIA REGULAR U.S. MAIL

Secretary of State
Division of Corporations
ATTN: Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

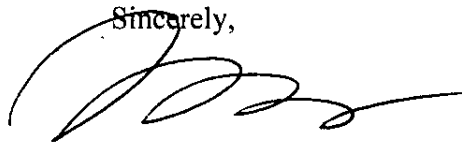
RE: LS ASSOCIATES, L.L.C.
Our File No.: 002923

To Whom It May Concern:

Please find the enclosed Articles of Organization for the above-referenced entity. Also, please find a check for \$130.00 for the filing fee and Certificate of Status, as well as a self-addressed/stamped envelope for the return of the Certificate of Status.

If there are any questions or concerns please do not hesitate to contact our office.

Sincerely,



Kiley A. Bolster, Paralegal to
Kerry Anne Schultz, Esquire

/kab
Enclosure

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08 MAR 25 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ **Main Office**
2721 Gulf Breeze Parkway
Gulf Breeze, FL 32563
Telephone: 850.934.1000
Facsimile: 850.934.1050

Please respond to:

www.lawbordelon.com

☐ **Navarre Office**
7552 Navarre Parkway # 43
Navarre, FL 32566
Telephone: 850.939.1145
Facsimile: 850.939.8104



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2008

BORDELON SCHULTZ & GREENE
2721 GULF BREEZE PARKWAY
GULF BREEZE, FL 32563

SUBJECT: LS ASSOCIATES, L.L.C.
Ref. Number: W08000012490

We have received your document for LS ASSOCIATES, L.L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is .

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Regulatory Specialist II

Letter Number: 908A00014595

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BORDELON, SCHULTZ & GREENE

Attorneys at Law

Est 1974

John S. Bordelon, L.L.M.

Also admitted in Louisiana
jbordelon@lawbordelon.com

Matthew D. Bordelon

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mbordelon@lawbordelon.com

Kerry Anne Schultz
kaschultz@lawbordelon.com

Shari Thieman Greene

Also admitted in
New Mexico and Texas
stgreene@lawbordelon.com

March 20, 2008

VIA REGULAR U.S. MAIL

Secretary of State
Division of Corporations
ATTN: Registration Section
Further Attn: Marsha Thomas
2661 Executive Center Circle
Tallahassee, FL 32301

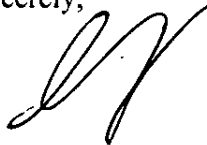
RE: EMERALD COAST ASSISTED LIVING, L.L.C.
Our File No.: 002923

Dear Marsha:

Please find the enclosed Articles of Organization for the above-referenced entity along with a copy of the letter received from you as notification that our first attempt to open this entity was rejected because the name was previously taken. It is my understanding you are still holding the check for \$130.00 for the filing fee and Certificate of Status. I have enclosed a self-addressed/stamped envelope for the return of the Certificate of Status.

If there are any questions or concerns please do not hesitate to contact our office.

Sincerely,



Kerry Anne Schultz, Esquire

KAS/kab
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Main Office
2721 Gulf Breeze Parkway
Gulf Breeze, FL 32563
Telephone: 850.934.1000
Facsimile: 850.934.1050

Please respond to:

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Navarre, FL 32566
Telephone: 850.939.1145
Facsimile: 850.939.8104

ARTICLES OF ORGANIZATION

OF

EMERALD COAST ASSISTED LIVING, L.L.C.

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be "EMERALD COAST ASSISTED LIVING, L.L.C." ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be P.O. Box 171, Niceville, FL 32588, and the street address of the principal office of the Company shall be 846 Lake Amick Drive, Niceville, FL 32578.

ARTICLE III - DURATION

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kerry Anne Schultz, Esquire, 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563.

ARTICLE V - CAPITAL CONTRIBUTIONS

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

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TALLAHASSEE, FLORIDA

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VIII - MANAGEMENT

The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE IX - AMENDMENT


These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.


KERRY ANNE SCHULTZ, Organizer

STATE OF FLORIDA
COUNTY OF SANTA ROSA

Sworn to and subscribed before me this 26th day of March, 2008, by KERRY ANNE SCHULTZ, who (X) is personally known to me or who () has produced _____, as identification and who did not take an oath.

NOTARY PUBLIC-STATE OF FLORIDA
 Kiley A. Bolster
Commission # DD456031
Expires: JULY 31, 2009
Bonded Thru Atlantic Bonding Co., Inc.


NOTARY PUBLIC
Commission No. _____
My Commission Expires: _____

08 MAR 25 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ACCEPTANCE OF DESIGNATION AS
RESIDENT AGENT**

KERRY ANNE SCHULTZ, ESQUIRE, the designated resident agent of EMERALD COAST ASSISTED LIVING, L.L.C., does hereby certify that her business address is 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563, do hereby accept the designation and appointment as resident agent of EMERALD COAST ASSISTED LIVING, L.L.C, a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

DATED this 20th day of March, 2008.




KERRY ANNE SCHULTZ, ESQUIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 20th day of March, 2008, by KERRY ANNE SCHULTZ who (☒) is personally known to me or who (☐) has produced a driver's license as identification and has taken an oath.

NOTARY PUBLIC-STATE OF FLORIDA
 Kiley A. Bolster
Commission # DD456031
Expires: JULY 31, 2009
Bonded Thru Atlantic Bonding Co., Inc.



NOTARY PUBLIC Kiley A. Bolster
Commission No.: _____
Commission Expires: _____