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(Address)

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(City/State/Zip/Phone #)

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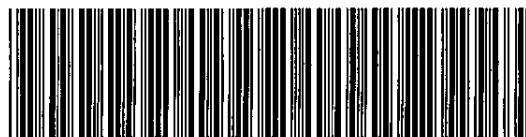
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M. THOMAS

SEP 23 2008

EXAMINER

# KRAUSE & BAXTER

3195 PONCE DE LEON BOULEVARD  
SUITE 200  
CORAL GABLES, FLORIDA 33134

Telephone: (305) 448-0021  
Telefax: (305) 448-0221

E-mail: kdbaxt@aol.com

**KENNETH D. BAXTER, ESQ.**

September 19, 2008

## VIA FEDERAL EXPRESS

Secretary of State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: New Limited Liability Company; Serenity Senior Living of Florida,

Gentlemen:

I enclose herewith one original fully executed articles of incorporation for Serenity Senior Living of Florida, LLC together with my firm's check in the amount of \$125,000.

Please file the Articles of Organization and return to me a stamped copy.

Should you have any questions or problems please do not hesitate to contact me.

Very truly yours,

Kenneth D. Baxter

KDB/mf  
enc.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR  
SERENITY SENIOR LIVING OF FLORIDA, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is: **SERENITY SENIOR LIVING OF FLORIDA, LLC.**

**ARTICLE II - Address:**


The mailing address and street address of the principal office of the Limited Liability Company is  
**2002 Brandon Crossings Circle, #203, Brandon, Florida 33511.**

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

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

**JACLYN KELLY  
2002 Brandon Crossings Circle, #203, Brandon, Florida 33511.**

*Having been named as registered agent and to accept service of process for the above named 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 and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

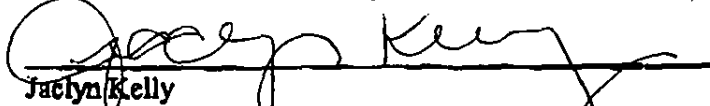
  
Jaclyn Kelly

**ARTICLE IV - Management**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company.

  
Jaclyn Kelly, Managing 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.

  
Jaclyn Kelly

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