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NEYSA, PLEASE FILE WITH A FILING DATE OF MAY 1, 2015. THANK YOU.

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
WATERCREST SENIOR LIVING GROUP, LLC**

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
WATERCREST SENIOR LIVING GROUP, LLC**

The Articles of Organization of Watercrest Senior Living Group, LLC, a Florida limited liability company (the "Company"), were filed with the Florida Department of State on July 2, 2012. Pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act (the "Act"), the Articles of Organization of the Company are hereby amended and restated in their entirety to read as follows:

ARTICLE I - NAME

The name of the Company is Watercrest Senior Living Group, LLC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 445 24th Street, Suite 300, Vero Beach, Florida 32960.

ARTICLE III - REGISTERED OFFICE AND AGENT

The street address of the registered office of the Company is 445 24th Street, Suite 300, Vero Beach, Florida 32960, and the name of the registered agent of the Company at that address is Joan T. Williams.

ARTICLE IV - MANAGEMENT

The Company is a manager-managed company and the manager of the Company is JM Watercrest, LLC, a Florida limited liability company.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Organization as of the 1st day of May, 2015, and shall cause them to be filed in accordance with Section 605.0202 of the Florida Revised Limited Liability Company Act,


Joan T. Williams, Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

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, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.


Joan T. Williams

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