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To:
Division of Corporations
Fax Number : (850) 617-6383

From:
Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
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Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
WATERCREST OF HUNTSVILLE SENIOR LIVING, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

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J. Stevens APR 01 2015

**ARTICLES OF ORGANIZATION
OF
WATERCREST OF HUNTSVILLE SENIOR LIVING, LLC**

ARTICLE I - NAME

The name of this limited liability company is Watercrest of Huntsville Senior Living, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

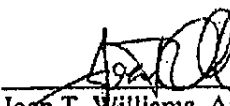
The mailing address and street address of the principal office of the Company is 445 24th Street, Suite 300, Vero Beach, Florida 32960.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

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

ARTICLE IV - MANAGEMENT


The Company is member-managed. The members of the Company are Joan T. Williams and Marc A. Vorkapich.



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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HUNTSVILLE, ALA.

11. Transfer of Interest. Except as otherwise provided in an Operating Agreement adopted for the Company, no member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.


The undersigned executed these Articles of Organization effective as of March 30, 2015. In accordance with Section 605.0201, Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Kevin A. Kyle, Authorized
Representative

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for Samuel A. Davis Development, LLC, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Kevin A. Kyle, Registered Agent

Dated: March 30, 2015

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