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FLORIDA LIMITED LIABILITY CO.

LAKESIDE AT WATERMAN VILLAGE, LLC

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ARTICLES OF ORGANIZATION OF LAKESIDE AT WATERMAN VILLAGE, LLC

ARTICLE I - NAME

The name of this limited liability company is Lakeside at Waterman Village, LLC (the "Company").

ARTICLE IL-PRINCIPAL OFFICE AND MAILING ADDRESS.

The street address of the principal office and mailing address of the Company is 250 Brookfield Avenue, Mt. Dora, Florida 32757.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 North Eola Drive,

Orlando, FL 32801 and the name of the initial registered agent of the Company at that address is

Daniel F. McIntosh.

ARTICLE IV - MANAGEMENT

The Company is a manager-managed limited liability company and the initial manager of 4. the Company is Andrew Dujon, 250 Brookfield Avenue, Mt. Dora, Florida 32757.

ARTICLE V - PURPOSE

The Company is organized pursuant to the provisions of the Florida Limited Liability Company Act (the "Act") exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as the same may be amended from time to time (the "Code"); and to exercise all rights and powers conferred on limited liability companies under the laws of the State of Florida, including, but not limited to, acquiring, owning, maintaining, and otherwise dealing with assisted living and independent living retirement communities or facilities, as well as other communities or facilities dedicated to 15963280



the elderly or those individuals who need assistance in the conduct of their daily lives, provided, however, that the Company shall not engage in any activities or exercise any powers, that are not in furtherance of the specific and primary charitable and educational purposes of the Member of the Company.

ARTICLE VI - DEDICATION: OF ASSETS

The property of the Company is dedicated to the purposes set forth herein and such property shall be used for the benefit of the Member of the Company consistently with the requirements of Section 501(c)(3) of the Internal Revenue Code.

Signature of a Member or an Authorized

Representative of a Member

Daniel F. McIntosh

Typed or Printed Name of Signer

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.

Dapiel F. McIntosh