

L98000002236



ACCOUNT NO. : 072100000032

REFERENCE : 887993 7159168

AUTHORIZATION :

*Patricia Project*

COST LIMIT : \$ 285.00

ORDER DATE : July 10, 1998

ORDER TIME : 3:22 PM

ORDER NO. : 887993-005

CUSTOMER NO: 7159168

400002663044--8

CUSTOMER: Mr. Jon Huddleston  
MR. JON HUDDLESTON  
MR. JON HUDDLESTON  
98 Beechwood Street

Farmingdale, NY 11735

DOMESTIC FILING

NAME: CORNELL ASSISTED LIVING LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: \_\_\_\_\_

Name	<i>Matt</i>
Availability	<i>Matt</i>
Document Examiner	<i>Matt</i>
Updater	<i>Matt</i>
Updater Verifier	<i>Matt</i>
Acknowledgement	<i>Matt</i>
P. Verifier	<i>Matt</i>

98 OCT 14 AM 8:46

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

CORNELL ASSISTED LIVING LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 98 Beechwood Street, Farmingdale, New York 11735.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

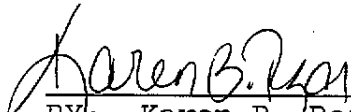
Member:	Lisa Baldwin	98 Beechwood Street
	Jon Huddleston	Farmingdale, NY 11735
		Same
	Norman Huddleston	Same

The undersigned authorized representative of a member of

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CORNELL ASSISTED LIVING LLC hereby executes these articles of organization on this 13th Day of October 1998.

CORPORATION SERVICE COMPANY



BY: Karen B. Rozar  
as its agent as authorized  
representative of Cornell Assisted  
Living LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

Dated: October 13, 1998

MBR/wsw

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_

CORNELL ASSISTED LIVING LLC

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 40,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 65,000  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 15,000
- 5) the total amount of 2, 3, and 4 is \$ 120,000

Jon Hockelstein

Signature of a member or authorized representative of a member.  
(In accordance with section 608.403(3), Florida Statutes, the  
execution of this affidavit constitutes an affirmation under the  
penalties of perjury that the facts stated herein are true.)

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of CORNELL ASSISTED LIVING (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 11<sup>TH</sup> day of SEPTEMBER, 1998.

[Signature]  
Witness  
[Signature]  
Typed or Printed Name

[Signature]  
Witness  
NORMAN L. HUDDLESTON  
Typed or Printed Name

[Signature]  
Signature  
JOHN HUDDLESTON  
Typed or Printed Name

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**Description of property contributed by members of Cornell Assisted Living LLC**

House utilized as Assisted Living Facility located at 509 Cornell Avenue, Melbourne Florida. Estimated real value of contents and property - \$65,000.00.

Home is three bedroom, two bath single floor dwelling. Recently updated to state code to accommodate Cornell Assisted Living.

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