

L98000000 2389



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 007424 82475A

AUTHORIZATION : *Patricia Puyate*

COST LIMIT : \$ 337.50

ORDER DATE : October 23, 1998

ORDER TIME : 2:43 PM

ORDER NO. : 007424-005

CUSTOMER NO: 82475A

500002671665--9

CUSTOMER: Robert Abraham, Esq
DUNN ABRAHAM & SWAIN
DUNN ABRAHAM & SWAIN
347 South Ridgewood Avenue

Daytona Beach, FL 32114

DOMESTIC FILING

NAME: RIVIERA ASSISTED LIVING, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS: _____

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

RECEIVED

98 OCT 23 PM 3:21

CLERK OF THE STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 23 PM 3:58

ARTICLES OF ORGANIZATION

of

RIVIERA ASSISTED LIVING, LLC
A Florida Limited Liability Company

The undersigned member, on behalf of the members of the within named limited liability company, hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Limited Liability Company Act.

ARTICLE 1 NAME

The name of this company is Riviera Assisted Living, LLC.

ARTICLE 2 TERM OF EXISTENCE

The term of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

ARTICLE 3 PURPOSE

The purpose for which this company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which this company may conduct business. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

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DIVISION OF CORPORATIONS
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ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this company are:

Mailing Address: P.O. Box 2181
Gainesville, Georgia 30503

Street Address: 347 South Ridgewood Avenue
Daytona Beach, Florida 32114

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this company in the State of Florida are as follows:

Name: Robert Abraham

Street Address: 347 South Ridgewood Avenue
Daytona Beach, Florida 32114

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ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS

The members of this company are given the right to admit additional members upon the condition that each new member is approved for admission by unanimous vote or consent in writing of the members then existing.

ARTICLE 7
CONTINUATION OF BUSINESS

The remaining members of this company are given the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

ARTICLE 8
MANAGEMENT

The management of this company is reserved to its members. The names and

addresses of the initial managing members are as follows:

Stanley Stephens
340 Bardolier
Alpharetta, Georgia 30022

Bruce Broussard
10230 Belladrum
Alpharetta, Georgia 30022

EXECUTION


The undersigned member of this limited liability company executes these articles of organization this 21st day of October, 1998.


Stanley Stephens

STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated October 21, 1998.

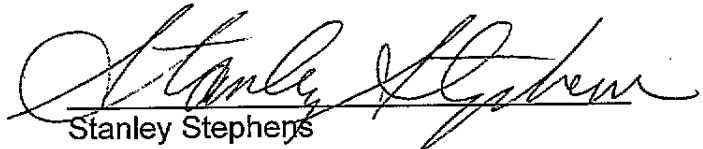

Robert Abraham

AFFIDAVIT AS TO MEMBERS OF AND CONTRIBUTIONS TO
RIVIERA ASSISTED LIVING, LLC
A Florida Limited Liability Company

The undersigned declares that:

1. He is a member of Riviera Assisted Living, LLC, a Florida limited liability company.
2. Riviera Assisted Living, LLC has at least two members.
4. The amount of cash contributed to Riviera Assisted Living, LLC by its members is as follows: None.
5. A description and the agreed value of property other than cash contributed to Riviera Assisted Living, LLC by its members is as follows: None.
6. The amount of cash and agreed value of property and services other than cash anticipated to be contributed to Riviera Assisted Living, LLC by its members, in addition to any amounts contributed as set forth in paragraphs 4 and 5 above, is as follows: \$1,500,000.00.

Dated: October 21, 1998.


Stanley Stephens

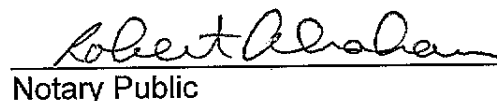
STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 21st day of October, 1998, by Stanley Stephens, who is personally known to me or ☒ produced the following identification: Drivers License

(Notary Seal)



Robert Abraham
MY COMMISSION # CG639799 EXPIRES
August 6, 2001
BONDED THRU TROY PAIN INSURANCE, INC.


Notary Public

98 OCT 23 PM 3:58

SECRETARY OF STATE
DIVISION OF CORPORATIONS