

Division of Corporations

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L98000002857**Florida Department of State**

Division of Corporations

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Sandra B. Mortham, Secretary of State

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Fax Number : (850) 922-4003

From:

Account Name : LEVINE & PARTNERS, P.A.
Account Number : 074677001117
Phone : (305) 372-1350
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LIMITED LIABILITY COMPANY**TIMELESS LIFE CARE, LLC**

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 24, 1998

LEVINE & PARTNERS, P.A.

SUBJECT: TIMELESS LIFE CARE, LLC
REF: W98000026394

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

I'm sorry but the computer inserted a date in the paragraph about the left corner information that should not have been there. The effective date is where the date comes into play. It has to be received within 5 working days, its been 8/9 days as of today.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Pursuant to section 608.409, Florida Statutes, the effective date specified in the articles of organization must be within 5 business days of the date of receipt. Our office received your document on 11/23/1998. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H98000021775
Letter Number: 698A00056296

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION
OF
TIMELESS LIFE CARE, LLC**

**ARTICLE I
NAME OF COMPANY**

The name of this limited liability company shall be:

TIMELESS LIFE CARE, LLC

**ARTICLE II
ADDRESS**

The Company's mailing, principal office and street address is:

808 Almeria
Coral Gables, Florida 33131

**ARTICLE III
DURATION**

The period of the Company's duration shall not exceed seventy-five (75) years from the date of filing of these Articles of Organization with the Department of State and shall be as provided in the Company's Regulations. The effective date of the Limited Liability Company shall be November 23, 1998.

**ARTICLE IV.
NATURE OF BUSINESS**

The general purpose for which this Company is organized is to engage in any lawful activity to transact any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

Prepared By:
Eric J. Kaplan
1110 Brickell Ave, 7th Floor
Miami, FL 33131

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**ARTICLE V.
INITIAL REGISTERED AGENT AND THE REGISTERED AGENT'S
ADDRESS**

The Company's initial Registered Agent and the Registered Agents address in the State of Florida shall be:

ERIC J. KAPLAN, ESQ.
C/O ERIC J. KAPLAN, P.A.
1110 Brickell Avenue
7th floor
Miami, Florida 33131

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the Company from time to time upon the terms and conditions unanimously agreed upon by the members in the manner provided by the Regulations of the Company.

**ARTICLE VII
CONTINUATION OF BUSINESS**

Upon 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 in the Company, the Company's business shall not continue and the Company shall be dissolved in accordance with the provisions of the Florida Limited Liability Company Act, unless the remaining members unanimously agree to continue the business of the Company in the manner provided by the Company's Regulations.

**ARTICLE VIII
MANAGEMENT OF THE COMPANY**

The Company is to be managed by a Manager. The names and addresses of the Manager is follows:

Greg Anderson

808 Almeria
Coral Gables, Florida 33131

ARTICLE IX.

REGULATIONS OF THE COMPANY

The power to adopt, alter, amend or repeal the Regulations the Company shall be vested in the members of the Company. The regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE X.
COMMENCEMENT DATE

Existence of the Company will commence upon the filing of these Articles.

ARTICLE XI. PROFITS/LOSSES

The profits and losses of the Company shall be allocated among the members on the basis of each Member's relative capital account.

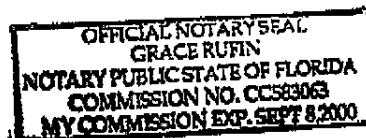
THE UNDERSIGNED as a Member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

 (SEAL)
Greg Anderson

STATE OF FLORIDA)
COUNTY OF DADE) SS:

COUNTY OF DADE)
The foregoing instrument was acknowledged before me this 23rd day of November, 1998 by Greg Anderson, who is personally known to me or has produced FL. DL# as identification.
A-536281603070 Marie Aubrey

Moore Aubyn
NOTARY PUBLIC, State of Florida

My Commission Expires:

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, as authorized representative of one of the members of TIMELESS LIFE CARE, LLC (the "Company"), who upon being duly sworn, certifies the following:

1. As of the date hereof, the amount of capital contributions to the Company made by member(s) is as follows:


Greg Anderson \$25,000

2. The anticipated amount of additional capital contributions to the Company made by the members is as follows:

\$25,000.00

4. There is no property other than capital contributed or to be contributed by the members.

5. The total amount of capital or property anticipated to be contributed by members is \$50,000.


Greg Anderson

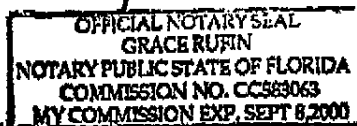
STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was subscribed and sworn to before me this 23rd day of November, 1998, by Greg Anderson, who is personally known to me or has produced FL. DL # A536281603070 as identification.


NOTARY PUBLIC, State of Florida

My Commission expires:



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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON
WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability company Act:

Having been appointed registered agent of TIMELESS LIFE CARE, LLC in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.


ERIC J. KALLAN

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