

L 990000002349

**SMITH
SAUER
& DEMARIA**
ATTORNEYS AT LAW

May 12, 1999

*G. Thomas Smith
Board Certified
Real Estate Attorney*

Secretary of State
Corporate Records Division
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RE: Kipling Manor, L.L.C.
Senior Lifestyles, L.L.C.

Dear Sir/Madam:

L99-2349

Enclosed please find the original and a copy of each of the Articles of Amendment to Articles of Organization relative to the two companies listed above. Also enclosed are two checks in the amounts of \$35.00 each representing the filing fee.

Please file the original Amendments and return the copies to me in the envelope enclosed. If you have any questions, please do not hesitate to call.

Sincerely,

Gloria Heckman

Gloria Heckman
Legal Assistant to
G. Thomas Smith

/gh
enclosures

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CERTIFICATE OF AMENDMENT
OF ARTICLES OF ORGANIZATION
OF KIPLING MANOR, L.L.C., LIMITED LIABILITY COMPANY

THIS IS TO CERTIFY THAT:

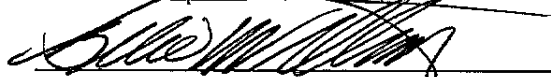
FIRST: This Certificate amends the Articles of Organization (the "Articles") of Kipling Manor, L. L. C., Limited Liability Company.

SECOND: The Articles were filed with the Florida Department of State on April 26, 1999.

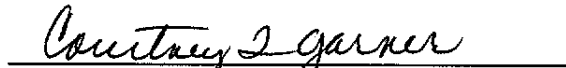
THIRD: The original Members have unanimously voted to increase the membership of the Limited Liability Company from the original members and have approved the admission of the following additional members to the Limited Liability Company:


Thomas G. Folkers
Shirley M. Folkers

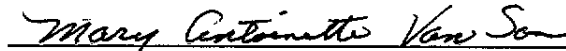
IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 4th day of May 1999.

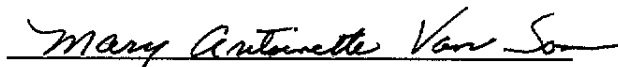

Belie Williams, Member


Mary Elaine Williams


Courtney T. Garner


Mary Antoinette Van Son, Trustee of the
Adrienne E. Taylor Trust Agreement


Mary Antoinette Van Son, Trustee of the
Ann Marie Taylor Trust Agreement


Mary Antoinette Van Son, Trustee of the
Scott T. Williams Trust Agreement

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Mary Antoinette Van Son

Mary Antoinette Van Son, Trustee of the
Scott T. Williams Trust Agreement

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Belie Williams, (X) who is personally known to me
or () who produced a _____ as identification on this 4th
day of May, 1999.

Brenda Harris

NOTARY PUBLIC

PRINTED NAME: BRENDA HERRIS

NOTARY STAMP:



BRENDA HERRIS
COMMISSION # CC 640468
EXPIRES JUN 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Mary Elaine Williams, (X) who is personally known
to me or () who produced a _____ as identification on this 4th
day of May, 1999.

Brenda Harris

NOTARY PUBLIC

PRINTED NAME: BRENDA HERRIS

NOTARY STAMP:



BRENDA HERRIS
COMMISSION # CC 640468
EXPIRES JUN 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Courtney T. Garner, (X) who is personally known to
me or () who produced a _____ as identification on this 4th
day of May, 1999.

Brenda Harris

NOTARY PUBLIC

PRINTED NAME: BRENDA HERRIS

NOTARY STAMP:



BRENDA HERRIS
COMMISSION # CC 640468
EXPIRES JUN 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Mary Antoinette Van Son as Trustee aforesaid, ☒ who is personally known to me or () who produced a _____ as identification on this 4th day of May, 1999.

Brenda Harris
NOTARY PUBLIC
PRINTED NAME: BRENDA HERRIS

NOTARY STAMP:



The undersigned as members of Kipling Manor, L. L. C., a Limited Liability Company, hereby acknowledge that in accordance with Section 608.408(3), Florida Statutes, the execution of this Certificate of Amendment of the Article of Organization for Kipling Manor, L. L. C. constitutes an affirmation under the penalties of perjury that the facts stated in the Articles of Organization as amended herein are true.

Thomas G. Folkers
Thomas G. Folkers

Shirley M. Folkers
Shirley M. Folkers

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Thomas G. Folkers, ☒ who is personally known to me or () who produced a _____ as identification on this 5th day of May, 1999.

Jeffrey T. Sauer
NOTARY PUBLIC
PRINTED NAME: JEFFREY T. SAUER

NOTARY STAMP:



STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Shirley M. Folkers, (X) who is personally known to
me or () who produced a _____ as identification on this 6th
_____ day of May, 1999.

Brenda Harris

NOTARY PUBLIC

PRINTED NAME: BRENDA HERRIS

NOTARY STAMP:



BRENDA HERRIS
COMMISSION # CC 640468
EXPIRES JUN 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
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