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### LIMITED LIABILITY COMPANY

American Senior Living of Jacksonville, LLC

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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name:

The name of the Limited Liability Company is: American Senior Living of Jacksonville, LLC.

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 2150 Goodlette Road, Suite 600, Naples, FL 34102.

#### ARTICLE III - Duration:

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

#### ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

American Senior Living, Inc. 2150 Goodlette Road, Suite 600 Naples, FL 34102

### ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: additional members may be admitted only in the sole discretion of the Manager.

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ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the Limited Liability Company 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 in the Limited Liability Company shall be: in the event of death of a member, or any event which terminates membership in the Limited Liability Company, it shall not cause the termination of the Limited Liability Company.

ARTICLE VII - Effective Date:

The Effective Date of this filing shall be: November

. 1999

Lawrence R. Siegel, Authorized Representative

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT

FLORIDA.  REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE	TEMENT E OF
1. The name of the Limited Liability Company is:	
American Senior Living of Jacksonville, LLC	
2. The name and the Florida street address of the registered agent and office are:	
C T Corporation System	
(Name)	
c/o C T Corporation System, 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)	99 NOV 10 PM SECRETARY OF TALLAHASSEE, F
Plantation FL 33324	TARY
City/State/Zip  Having been named as registered agent and to second	PH 3: I

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 608, F.S.

Arporation System

KEVIN J. GALLAGHER

ASSISTANT VICE PRESIDENT 100.00 Filing Fee for Application

25.00 Designation of Registered Agent

30.00 Certified Copy (optional)

5.00 Certificate of Status (optional)

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