N00000005068

A.B.S. PARALEGAL AND TAX SERVICES, Inc.

7628-5 103rd Street Jacksonville, FL 32210 904-777-1533

Department of State Division Of Corporations P.O. BOX 6327 Tallahassee, FL 32314

500003789335--6 -02/28/01--01051--001 *****35.00 *****35.00

RE: Articles of Incorporation

Dear Sir:

Please find enclosed the original and 1 copy of the Articles of Dissolution for Absolutely Assisted Living, Inc. This non-profit corporation is to be dissolved and re-incorporated as a for profit corporation.

If you have any questions, please contact me at 904-777-1533.

Regards

Jeffrey L. Hill ABS Paralegal 7628-5 103rd St. Jacksonville, FL 32210 FILED

ON MAR -9 M 8: 10

SECRETARY OF STATE
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WAR 9 2001

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ABS Paralegal
7628-5 103rd St.

Jacksonville, FL 32210



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 1, 2001

JEFFREY L. HILL A.B.S. PARALEGAL AND TAX SERVICES, INC. 7628-5 103RD STREET JACKSONVILLE, FL 32210

SUBJECT: ABSOLUTELY ASSISTED LIVING, INC. Ref. Number: N00000005068

We have received your document for ABSOLUTELY ASSISTED LIVING, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes. Enclosed is the correct form.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 201A00012871

ARTICLES OF DISSOLUTION

Pursuant to section 617.1401, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST:	The name of the corporation is: Absolutely Assisted Living, Inc.
SECOND:	The articles of incorporation were filed on: August 2, 2000.
THIRD:	The corporation has not commenced to conduct its affairs.
FOURTH:	No debts of the corporation remain unpaid.
FIFTH:	Adoption of Dissolution (Check One) (Note: Cannot be authorized by an incorporator if the corporation has directors
<u>X</u>	The dissolution was authorized by a majority of the directors: OR
-	The dissolution was authorized by an incorporator.
	The dissolution was authorized by a majority of the incorporators:
Signed this 8 day of March, 2001	
Signati	By the Chairman or Vice Chairman of the Board of Directors, President, or other officer-if Directors have not been selected by an incorporator.)
	Chairman of the Board of Directors
	Chan han of the Dout of Difectors