

N000000053104



ACCOUNT NO. : 072100000032

REFERENCE : 796913 4311171

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 87.50

ORDER DATE : August 14, 2000

ORDER TIME : 11:30 AM

ORDER NO. : 796913-005

6000003355376--3

CUSTOMER NO: 4311171

CUSTOMER: Ms. Pamela J. Waldorf  
Winthrop Stimson Putnam &  
Roberts  
Suite 310  
125 Worth Avenue  
Palm Beach, FL 33480

DOMESTIC FILING

NAME: COMMUNITY CARE PROPERTIES-  
SEBRING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1133

EXAMINER'S INITIALS:

*626*  
*W00-19987*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG 14 PM 2:04

RECEIVED  
00 AUG 14 PM 12:59  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 14 PM 2: 04

August 14, 2000

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: COMMUNITY CARE PROPERTIES-SEBRING, INC.  
Ref. Number: W00000019987

We have received your document for COMMUNITY CARE PROPERTIES-SEBRING, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 000A00043653

**RESUBMIT**

Please give original  
to corporation at file date.

RECEIVED  
00 AUG 16 PM 12:22  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

ARTICLES OF INCORPORATION

OF

COMMUNITY CARE PROPERTIES-SEBRING, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 14 PM 2: 04

Article I - Name and Address

The name of this corporation is COMMUNITY CARE PROPERTIES-SEBRING, INC., and its mailing address is c/o Mr. Chuan S. Wang, 1301 North Congress Avenue, Suite 130, Boynton Beach, Florida 33426. Said corporation shall be a non-profit corporation under Chapter 617 of the Florida Statutes, and shall have all powers given to a non-profit corporation by the provisions of said Chapter 617 of the Florida Statutes.

The place of business of the corporation is Sebring, Florida.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of filing of the Articles of Incorporation with the Department of State.

Article III - Purpose

This corporation is organized for the purpose of acquiring property, constructing, maintaining an assisted living/Alzheimer care adult residence for and within the community of Sebring, Florida, that shall be closely tied to the needs associated with the rural community of Sebring, and any or all lawful purposes related thereto under Chapter 617, Florida General Corporation Act.

#### Article IV – Directors

The affairs of the corporation are to be managed by a Board of Directors. The Board of Directors shall be elected in the manner stated in the By Laws and may be either increased or diminished from time to time by the By-Laws but shall never consist of less than three (3). The Board of Directors named in the Articles of Incorporation shall serve until the first annual meeting of the Board and until their successors have been elected and have qualified. The Board Members shall elect additional members from the local community who have significant ties to the local rural community and the needs therein.

#### Article V Initial Board of Directors

The initial Board of Directors shall consist of Chuan S. Wang, Dennis Wagner and Uri Rubin. The initial Board of Directors shall serve until their successors are elected and qualify. The mailing address for the initial Board of Directors shall be 1301 N. Congress Avenue, Suite 130, Boynton Beach, FL 33426.

#### Article VI Registered Office and Agent

The street address of the initial registered office of this corporation is 125 Worth Avenue, Suite 310, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Pamela J. Waldorf.

#### Article VII - Incorporator

The name and address of the person signing these Articles is Pamela J. Waldorf, 125 Worth Avenue, Suite 310, Palm Beach, Florida 33480.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 14 PM 2: 05

Article VIII - Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

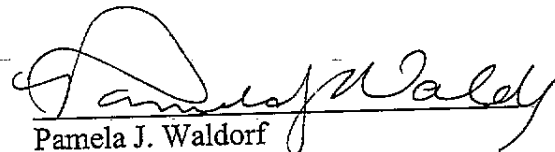
Article IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

Article X - Amendment

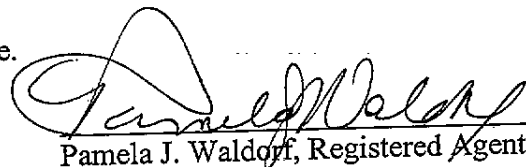
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11<sup>th</sup> day of August, 2000.

  
Pamela J. Waldorf

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and have agreed to comply with the provision of said act relative to keeping open said office.

  
Pamela J. Waldorf, Registered Agent