

NO10000006167

RICHARD L. ROGERS, P. A.

ATTORNEY AT LAW

1135 S. WASHINGTON AVENUE

SUITE A

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RICHARD L. ROGERS
CERTIFIED FAMILY MEDIATOR

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August 21, 2001

Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

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****122.50 *****78.75

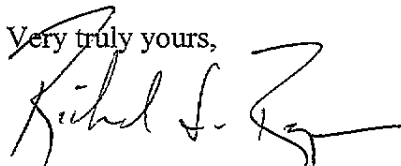
RE: **Incorporation of INDIAN RIVER RETIREMENT COMMUNITY, INC.**

Dear Sir or Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation, along with my firm check in the amount of \$122.50 to cover the cost of the filing fee.

Please file the Articles of Incorporation and return a certified copy to the undersigned. Thank you for your courtesies in this matter.

Very truly yours,



RICHARD L. ROGERS

RLR/man

Enclosures

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01 AUG 27 AM 8:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

FOR

INDIAN RIVER RETIREMENT COMMUNITY, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of this corporation shall be: **INDIAN RIVER RETIREMENT COMMUNITY, INC.**

ARTICLE II.

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial mailing address of the corporation shall be:

**1755 Echo Drive
Titusville, FL 32780**

The directors for the corporation shall have authority to change the principal place of business and mailing address in their discretion.

ARTICLE III.

PURPOSE(S)

The specific purpose for which the corporation is organized is to develop and operate housing specially designed for senior citizens, with arrangements for residence, health care, and financial security, and otherwise, to promote the interest and serve the needs of senior citizens, provided that such activities are consistent with this corporation's charitable purposes. This corporation may also engage in any other activity in furtherance of its charitable purposes as authorized by the corporate bylaws.

This corporation is a non-profit public benefit corporation, and is not organized for the private gain of any person. It is organized under Chapter 617, Florida Statutes, Corporations not for profit.

ARTICLE IV.

MANNER OF ELECTION OF DIRECTORS

The method of election of the directors of this corporation shall be as stated in the Corporate Bylaws.

ARTICLE V.

LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.032, Florida Statutes, unless otherwise limited by the terms of these Articles of Incorporation or by the Bylaws of this corporation.

ARTICLE VI.

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

**Richard L. Rogers, Esquire
Richard L. Rogers, P.A.
1135 South Washington Avenue
Suite A
Titusville, FL 32780**

ARTICLE VII.

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

**Merlyn Sinn
1755 Echo Drive
Titusville, FL 32780**

ARTICLE VIII.

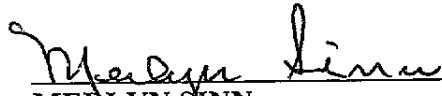
CORPORATE TAX EXEMPT STATUS

(A) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. This corporation shall apply for tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

(B) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

(C) The property of this corporation shall be irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes, and that has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

The undersigned incorporator has executed the foregoing Articles of Incorporation, on this 21st day of August, 2001.

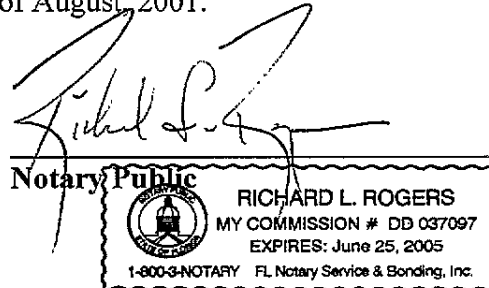


MERLYN SINN

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, a Notary Public, personally appeared **MERLYN SINN**, personally known to me or produced the following photo identification :

FLORIDA DRIVERS LICENSE, to be the person described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 21st day of August, 2001.

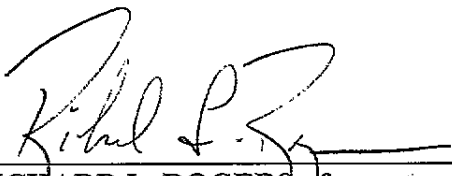


In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **INDIAN RIVER RETIREMENT COMMUNITY, INC.**, desiring to organize under the laws of the State of Florida, with its initial registered office as indicated in the Articles of Incorporation, has named **RICHARD L. ROGERS**, located at 1135 South Washington Avenue, Suite A, Titusville, County of Brevard, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



RICHARD L. ROGERS of
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Florida Bar No.: 320269
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