

**Electronic Articles of Incorporation
For**

**N03000005663
FILED
July 02, 2003
Sec. Of State**

BETHESDA RETIREMENT COMMUNITIES, INC

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BETHESDA RETIREMENT COMMUNITIES, INC

Article II

The principal place of business address:

2800 FORDHAM ROAD, NE
PALM BAY, FL. 32905

The mailing address of the corporation is:

2800 FORDHAM ROAD, NE
PALM BAY, FL. 32905

Article III

The specific purpose for which this corporation is organized is:

THIS CORPORATION IS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION 501(C)3, INTERNAL REVENUE CODE. □ □ THE SPECIFIC PURPOSE OF THIS CORPORATION IS TO PROVIDE HOUSING FOR THE AGED.

Article IV

The manner in which directors are elected or appointed is:

BY MAJORITY VOTE OF CURRENT DIRECTORS

Article V

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

NEIL J. BUCHALTER, PA
1053 CHENEY HWY.
TITUSVILLE, FL. 32780

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: NEIL J. BUCHALTER

Article VI

The name and address of the incorporator is:

NEIL J. BUCHALTER
1053 CHENEY HWY.
TITUSVILLE, FLA 32780

Incorporator Signature: NEIL J. BUCHALTER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: V
NEIL J BUCK
1053 CHENEY HWY.
TITUSVILLE, FL. 32780

Title: V
LINNIE DIGIACOMO
2800 FORDHAM ROAD, NE
PALM BAY, FL. 32905

Title: V
SCOTT CLIVER
2800 FORDHAM ROAD, NE
PALM BAY, FL. 32905

Article VIII

The effective date for this corporation shall be:

07/15/2003