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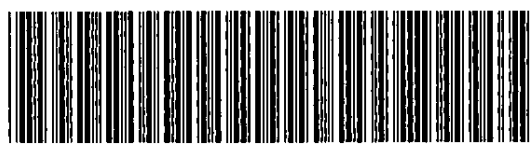
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 JUL 8 2013

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COVER LETTER

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

SUBJECT: Downeast Senior Housing, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: David M. Bernier
Name (Printed or typed)

408 NE 6th Street, Unit 616N
Address

Fort Lauderdale, FL 33304
City, State & Zip

954-282-8182
Daytime Telephone number

david@bernierenterprises.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

DOWNEAST SENIOR HOUSING, INC

A Florida Corporation formed in compliance with
Chapter 617, F.S., Not for Profit

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TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity under Florida Statutes, adopts the following **ARTICLES OF INCORPORATION:**

**Articles of Incorporation
Of
Downeast Senior Housing, Inc.
(In Compliance with Chapter 617, F.S., Not for Profit)**

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Article 1.

The name of the corporation is Downeast Senior Housing, Inc.

Article 2.

The initial registered office of the Corporation shall be at: 408 NE 6th Street, Unit 616N, Fort Lauderdale, FL 33304. The initial registered agent of the Corporation at such address shall be: David M. Bernier.

Article 3.

The name and address of the incorporator is:

David M. Bernier
408 NE 6th Street, Unit 616N
Fort Lauderdale, FL 33304

Article 4.

The Corporation will not have Members.

Article 5.

The initial mailing address of the Corporation shall be at: 408 NE 6th Street, Unit 616N, Fort Lauderdale, FL 33304.

The initial principal office address of the Corporation shall be at: 280 Sierra Drive, North Miami Beach, FL 33179.

Article 6.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose of the organization is to provide housing for the seniors.

Article 7.

The Corporation shall have perpetual duration.

Article 8.

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out more specifically in the bylaws. Initial Board Members are:

David M. Bernier
408 NE 6th Street, Unit 616N
Fort Lauderdale, FL 33304

Michael Anaya
63 Lakeview Circle
Fort Morgan, CO 80701

James R. Dixon
3850 Galt Ocean Drive
Fort Lauderdale, FL 33308

Article 9.

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 10.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of June, 2013.

Name of Incorporator / President David M. Bernier

Signature of Incorporator / President David M. Bernier

Date 6/21/2013

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Name of Registered Agent David M. Bernier

Signature of Registered Agent David M. Bernier

Date 6/21/2013

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