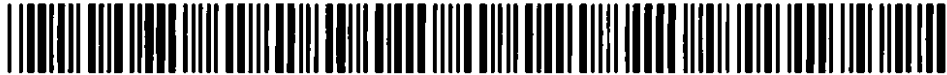


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**FLORIDA PROFIT/NON PROFIT CORPORATION
EAGLE FLORIDA SENIOR HOUSING, INC.**

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ARTICLES OF INCORPORATION
OF
EAGLE FLORIDA SENIOR HOUSING, INC.
a Florida Nonprofit Corporation

The undersigned, being a natural person of the age of eighteen (18) years or more, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act (the "Act"), does hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME OF CORPORATION

The name of the corporation (the "Corporation") is Eagle Florida Senior Housing, Inc.

ARTICLE II
PRINCIPAL OFFICE

The address of the Corporation's principal office is 920 S. Riverwood Dr, Wabash, IN 46992.

ARTICLE III
REGISTERED AGENT

The address of the Corporation's Registered Office in the State of Florida is 1200 S. Pine Island Road, Plantation, Florida 33324, and the name of the Registered Agent at said office shall be CT Corporation System. The Registered Agent at said address shall be the agent of the Corporation upon whom process shall be served.

ARTICLE IV
INCORPORATOR

The name and address of the Incorporator are as follows:

L. Maverick Flowers
501 Commerce Street, Suite 1300
Nashville, TN 37203

ARTICLE V
MEMBERSHIP

The Corporation shall have no members.

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ARTICLE VI **PURPOSES**

The Corporation is a nonprofit organization organized to receive and maintain a fund or funds of real or personal property, or both and, subject to the restrictions and limitations hereinafter set forth, exclusively for charitable, religious, educational and scientific purposes within the meaning of Sections 501(c)(3), 170(c)(2)(B), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986, as amended or the corresponding section of any future federal tax code (the "Code"), including, for such purposes, the making of distributions by gift, grant, or loan to organizations that qualify as exempt organizations under Section 501(a) of the Code by reason of description in Section 501(c)(3) of the Code. The specific charitable purposes for which the Corporation is formed are as follows:

1. To establish, maintain, and operate a home or homes for elderly persons in order to provide them with suitable living accommodations and facilities for dining, medical treatment, nursing care, and other services designed to meet the spiritual, mental, physical, social, and psychological needs of such persons;
2. To sponsor and encourage medical research in the field of geriatrics;
3. To gather and disseminate facts and information concerning preparation for retirement, retirement activities, and suitable means and methods of caring for aged persons; and
4. To provide such other and further services for elderly persons as may be in furtherance of the foregoing charitable purposes or any of them.

Within the limits of its physical and financial capacities and the dictates of feasible and economic operation, the Corporation intends to make its services and facilities available to elderly persons who are 65 years of age or older, or as may from time to time be determined by the Board of Directors, of low and moderate incomes judged to be legitimately in need thereof, without restriction as to race, color, sex, creed, religion or national origin; provided that nothing herein shall be construed to prevent the Corporation from charging persons able to pay for board, lodging, and other facilities and services such that the Corporation may be better supported to perform its charitable function.

To enable the Corporation to carry out such purposes, it shall have the power to do any and all lawful acts and to engage in any and all lawful activities, directly or indirectly, alone or in conjunction with others, which may be necessary, proper or suitable for the attainment of any of the foregoing purposes for which the Corporation is organized under the Act.

ARTICLE VII **PROHIBITED TRANSACTIONS**

No part of the net earnings, pecuniary profit, or benefit of the Corporation or from its operations shall inure to the benefit of, or be distributable to its directors, trustees, officers or other private persons within the meaning of Section 501(c)(3) of the Code, except that the Corporation

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shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE VI hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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, within the meaning of Section 501(c)(3) of the Code.

Notwithstanding any other provisions of the Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(a) of the Code by reason of description in Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

During any period of time during which the Corporation is classified as a private foundation under Section 509(a) of the Code, the Corporation shall not take any of the following actions: (a) engage in any act of self-dealing, as such term is defined in Section 4941(d) of the Code; (b) fail to distribute its income in such a manner that subjects the Corporation to taxation under Section 4942 of the Code; (c) retain any excess business holdings, as such term is defined in Section 4943(c) of the Code; (d) make any investments in such manner as to subject the Corporation to taxation under the provisions of Section 4944 of the Code; or (e) make any taxable expenditures, as such term is defined in Section 4945(d) of the Code.

ARTICLE VIII

NO CAPITAL STOCK

The Corporation shall have no authority to issue capital stock.

ARTICLE IX

BOARD OF DIRECTORS

The affairs, assets and property of the Corporation shall be managed by its Board of Directors. The number of directors to constitute the initial Board of Directors shall be determined and named by the Incorporator. Thereafter, the method of election of directors shall be as set forth in the Bylaws of the Corporation. Upon filing the Articles of Incorporation, all powers of the Incorporator shall terminate. The number of directors may be increased or decreased as set forth in the Bylaws of the Corporation.

ARTICLE X

DURATION

The period of duration of the Corporation is perpetual.

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ARTICLE XI

DISSOLUTION

In the event of the liquidation, dissolution, or winding up of this Corporation, whether voluntary, involuntary, or by operation of law, except as may be otherwise provided by law, the Board of Directors shall have the power to dispose of the assets of the Corporation in such manner as it, in its sole discretion, may determine; provided, however, that any such disposition shall be either (i) for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or (ii) to the Federal government, or to a State or local government, for a public purpose. Notwithstanding the foregoing, in the event that any of the assets of the Corporation are not disposed of by the Board of Directors under this Article, any such assets of the Corporation shall be disposed of by a court of competent jurisdiction exclusively for the purposes set forth in (i) and (ii) above, or to such organization or organizations, which, in such court's sole determination, are organized and operated exclusively for such purposes.

ARTICLE XII

INDEMNIFICATION

The directors of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Act, as the same exists or may hereafter be amended. Any repeal or modification of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to such repeal or modification.

The Corporation may agree to the terms and conditions upon which any director, officer, employee or agent accepts his office or position and in its Bylaws, by contract or in any other manner may agree to indemnify and protect any director, officer, employee or agent of the Corporation, or any person who serves at the request of the Corporation as a director, officer, employee, member, manager or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise, to the fullest extent permitted by the Act.

The indemnification and other rights provided for by this ARTICLE XII shall not be deemed exclusive of any other rights to which a person may be entitled under any applicable law, the Bylaws of the Corporation, agreement, or otherwise. The Board of Directors shall have the authority to enter into agreements with the directors and officers of the Corporation and with persons serving, at the request of the Corporation, as directors, trustees, officers and agents of an affiliated corporation or other enterprise, on terms that the Board of Directors deems advisable, which may provide greater indemnification rights than that generally provided by the Act; provided, however, that no such further indemnity shall indemnify any person if such person (i) did not act in good faith, (ii) did not act in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and (iii) in the case of any criminal proceeding, had reasonable cause to believe his or her conduct was unlawful.

Notwithstanding any provision of this ARTICLE XII, no indemnification or other payment shall be made under this ARTICLE XII that would give rise to a tax under Section 4941 of the

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Code (in any fiscal year in which the Corporation is a private foundation) or a tax under Section 4958 of the Code (in any fiscal year in which the Corporation is not a private foundation).

ARTICLE XII
AMENDMENTS

The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in the Articles of Incorporation, and to add other provisions to the Articles of Incorporation authorized by the laws of the State of Florida, at the time such laws are in force, in the manner and now or hereafter prescribed by law; and all rights preferences and privileges of whatsoever nature conferred upon members, directors, or any other persons whomsoever by and pursuant to the Articles of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this ARTICLE XII; provided, however, that no such amendment, alteration, change or repeal of any provisions of the Articles of Incorporation shall authorize the Board of Directors to conduct the affairs of the Corporation in any manner or for any purpose that would cause the Corporation to lose its tax-exempt status under the provisions of the Code.

In affirmation of the facts stated above, the Articles of Incorporation has been signed this 22nd day of December 2023.

DocuSigned by:

L. Maverick Flowers

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L. Maverick Flowers, Incorporator

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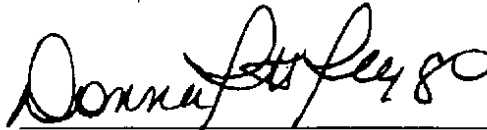
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Written Acceptance of Appointment as a Registered Agent

Having been named as registered agent to accept service of process for Eagle Florida Senior Housing, Inc. at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity as of this 22nd day of December 2023.



Signature of Registered Agent
Donna Peterson-Riggs, Asst. Secretary

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