

CORPORATION INFORMATION
SERVICES, INC
1201 HAYS STREET
TALLAHASSEE, FL 32310
904 222 9171
904 222 0193 FAX

csc networks

MAIL TO
P.O. BOX 5828
TALLAHASSEE, FL 32311

800-342-8006

N95000000858

95 FEB 21 11 21 AM

122146A

ACCOUNT NO. : 072100000032

REFERENCE : 546440 122146A

AUTHORIZATION :

Patricia Lyall

COST LIMIT : 9 122.50

ORDER DATE : February 21, 1995

ORDER TIME : 2:41 PM

800001412138

ORDER NO. : 546440

CUSTOMER NO: 122146A

CUSTOMER: Chris Likens, Esq
WIEBNER ASSOCIATES CHARTERED

Southtrust Bank Plaza, #870
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

N95000000858

NAME: JEWISH ASSISTED LIVING
CORPORATION

XX ARTICLE OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 FEB 20 11 21 AM
TALLAHASSEE, FL

ml
2-22-95
C 17



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 22, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: JEWISH ASSISTED LIVING CORPORATION
Ref. Number: W95000003992

Resubmit 2-22-95

We have received your document for JEWISH ASSISTED LIVING CORPORATION and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 695A00007946

95 FILED
FEB 22 PM 12:1
CLERK
SARASOTA

ARTICLES OF INCORPORATION OF
JEWISH ASSISTED LIVING CORPORATION

ARTICLE ONE
NAME

The name of this Corporation is JEWISH ASSISTED LIVING CORPORATION. The business and mailing address shall be, 1951 N. Honore Ave., Sarasota, Florida 34232.

ARTICLE TWO
STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE
GENERAL AND SPECIFIC PURPOSES

(A) The specific and primary purposes for which this Corporation is formed is for appropriation, ascertaining and accommodating the needs of the Sarasota and Manatee County Jewish Communities for housing and services for the elderly and related facilities.

(B) The general purposes for which the Corporation is formed is to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(C) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

(D) Notwithstanding any other provision of these Articles, this organization shall not

carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE FOUR

TERM

This Corporation shall have a perpetual existence.

ARTICLE FIVE

MEMBERSHIP

The Corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the Bylaws.

ARTICLE SIX

SUBSCRIBERS

The names and residence addresses of the subscribers of this Corporation are as follows:

1. Marie Brown
1604 Starling Drive
Sarasota, Florida 34231
2. Gershom Cohn
510 Blue Jay Place
Sarasota, Florida 34236
3. Gerald Engman
1932 Harborside Drive, #213
Longboat Key, Florida 34228
4. Jack Weintraub
7917 Conservatory Circle
Sarasota, Florida 34243

5. Abraham D. Horn
2477 Stickney Point Road - #112A
Sarasota, FL 34231
6. Martin Lipton
5780 Midnight Pass Road - #405B
Sarasota, FL 34242
7. Janet Kaplan
5007 Kestral Park Drive
Sarasota, Florida, FL 34231

ARTICLE SEVEN
PRINCIPAL OFFICE AND
IDENTIFICATION OF REGISTERED AGENT

(A) The county in the State of Florida where the principal office for the transaction of business of this Corporation is to be located in the County of Sarasota.

(B) The name and address of the Corporation's registered agents are:

Ira Stewart Wiesner
1800 2nd Street, Suite 870
Sarasota, Florida 34236

ARTICLE EIGHT
MANAGEMENT OF CORPORATE AFFAIRS

(A) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be seven (7); provided, however, that such number may be changed by a Bylaw duly adopted by the members.

The directors herein named as the first Board of Directors shall hold office until the first meeting of members, to be held on January 26, 1995, at 10:30 a.m., at 1800 2nd Street, Suite 870, Sarasota, Florida 34236, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and all times thereafter, shall serve for a term of one (1) year until the 1st annual meeting of members following the election of directors

and until the qualification of the successors in office. Annual meetings shall be held at 10:30 a.m., on the 1st Tuesday in April of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and Bylaws of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the Board of Directors are as follows:

1. Marie Brown
1604 Starling Drive
Sarasota, Florida 34231
2. Gershom Cohn
510 Blue Jay Place
Sarasota, Florida 34236
3. Gerald Enginan
1932 Harborside Drive, #213
Longboat Key, Florida 34228
4. Jack Weintraub
7917 Conservatory Circle
Sarasota, Florida 34243
5. Abraham D. Horn
2477 Stickney Point Road - #112A
Sarasota, FL 34231

6. Martin Lipton
5780 Midnight Pass Road - #405B
Sarasota, FL 34242
7. Janet Kaplan
5007 Kestral Park Drive
Sarasota, FL 34231

(B) Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Treasurer, and Secretary, and such other officers as the Bylaws of this Corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President, Gerald Engman
Vice-President, Gershom Cohn
Secretary/Treasurer, Jack Weintraub

ARTICLE NINE BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of Florida, concerning corporation action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the Bylaws.

ARTICLE TEN DEDICATION OF ASSETS

The property of this Corporation is 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 individual.

- (A) Distribution of Income. The Corporation shall distribute its income for each

taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(B) Self-dealing. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(C) Excess Business Holdings. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(D) Investments Jeopardizing Charitable Purpose. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(E) Taxable Expenditures. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE ELEVEN DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a non-profit fund, foundation, or Corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds (2/3) of a quorum of members of the Corporation.

We, the undersigned, being the incorporators of this Corporation, and including all the persons herein named as the subscribers of this Corporation for the purpose of forming this non-profit charitable corporation under the laws of Florida have executed these Articles of Incorporation on this 26th day of January, 1995.

Marie Brown

Marie Brown

Abraham D. Horn

Abraham D. Horn

Martin Lipton

Martin Lipton

Gershon Cohn

Gershon Cohn

Gerald Engman

Gerald Engman

Jack Weintraub

Jack Weintraub

Janet Kaplan

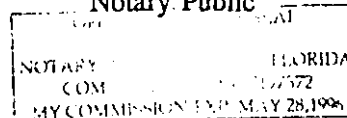
Janet Kaplan

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of January, 1995
by MARIE BROWN who is personally known to me or who has produced Passport
License as identification.

Egon Davis

Notary Public



STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of January, 1995
by GERSHOM COHN who is personally known to me or who has produced Driver's
License as identification.

Esther Davis
Notary Public
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC197572
MY COMMISSION EXP. MAY 28, 1996

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of January, 1995
by ABRAHAM D. HORN who is personally known to me or who has produced Driver's
License as identification.

Esther Davis
Notary Public
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC197572
MY COMMISSION EXP. MAY 28, 1996

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of January, 1995
by GERALD ENGMAN who is personally known to me or who has produced Driver's
License as identification.

Esther Davis
Notary Public
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC197572
MY COMMISSION EXP. MAY 28, 1996

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of January, 1995
by MARTIN LIPTON who is personally known to me or who has produced Driver's
License as identification.

Esther Davis
Notary Public
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC197572
MY COMMISSION EXP. MAY 28, 1996

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 31st day of January, 1995
by JACK WEINTRAUB who is personally known to me or who has produced driver's
license as identification.

Esther Davis
Notary Public
OFFICIAL NOTARY SEAL
ESTHER DAVIS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC197572
MY COMMISSION EXP. MAY 28, 1996

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 31st day of January, 1995
by JANET KAPLAN who is personally known to me or who has produced DL
_____ as identification.



RICHA MANUS
My Commission CC324048
Expires Oct. 19, 1997
Bonded by ANB
800-652-5878

Richa Manus
Notary Public RICHA MANUS

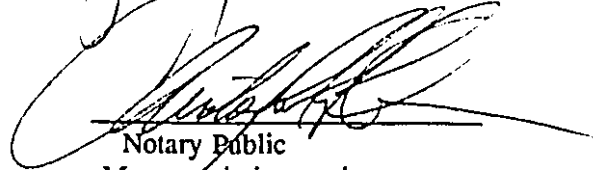
Having been named Registered Agent to accept service of process for the above-stated Corporation at the registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

IRA STEWART WIESNER
IRA STEWART WIESNER

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me personally appeared IRA STEWART WIESNER, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 21st day of January, 1995.


Notary Public

My commission expires:



c:\forms\cal\art.inc

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
1-800-222-0111 FAX

800-342-8086



N95000000858

ACCOUNT NO. : 0721000000032

REFERENCE : 650435 122146A

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ ~~122.50~~

87.50

ORDER DATE : July 20, 1995

ORDER TIME : 12:01 PM

200001548692

ORDER NO. : 650435

CUSTOMER NO. : 122146A

CUSTOMER: Chris Likens, Esq
WIESNER ASSOCIATES CHARTERED

Southtrust Bank Plaza, #870
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

55 JUL 21 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FL 32301

NAME: JEWISH ASSISTED LIVING
CORPORATION

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*Remove "Shareholders"
per Karen Rozar*

*8/24
JPR
Restated
Articles
C.C.*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1995

CSC NETWORKS
KAREN
TALLAHASSEE, FL

Please give us this file date

SUBJECT: JEWISH ASSISTED LIVING CORPORATION
Ref. Number: N95000000858

RESUBMIT

We have received your document for JEWISH ASSISTED LIVING CORPORATION and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Please entitle your document Restated Articles of Incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring ~~shareholder~~ *member* approval. OR (2) If the restatement contains an amendment requiring ~~shareholder~~ *members* approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the ~~shareholders~~ *members* was sufficient for approval (b) ~~If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.~~

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The correct fee to file this document and obtain a certified copy is \$87.50.

Please return 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 (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 295A00036050

RESTATED
ARTICLES OF INCORPORATION OF
JEWISH ASSISTED LIVING CORPORATION

ARTICLE ONE
NAME

The name of this Corporation is JEWISH ASSISTED LIVING CORPORATION.

ARTICLE TWO
STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE
GENERAL AND SPECIFIC PURPOSES

(A) The specific and primary purposes for which this Corporation is formed is for appropriation, ascertaining and accommodating the needs of the Sarasota and Manatee County Jewish Communities for housing and services for the elderly and related facilities.

(B) The general purposes for which the Corporation is formed is to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(C) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

(D) Notwithstanding any other provision of these Articles, this organization shall not

FILED
95 JUL 31 PM 11:14
SECRETARY OF STATE
TALLAHASSEE FL 32301

carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE FOUR
TERM

This Corporation shall have a perpetual existence.

ARTICLE FIVE
MEMBERSHIP

The Corporation shall have no members.

ARTICLE SIX
SUBSCRIBERS

The names and residence addresses of the subscribers of this Corporation are as follows:

1. Marie Brown
1604 Starling Drive
Sarasota, Florida 34231
2. Gershom Cohn
510 Blue Jay Place
Sarasota, Florida 34236
3. Gerald Engman
1932 Harborside Drive, #213
Longboat Key, Florida 34228
4. Jack Weintraub
7917 Conservatory Circle
Sarasota, Florida 34243
5. Abraham D. Horn
2477 Stickney Point Road - #112A
Sarasota, FL 34231
6. Martin Lipton
5780 Midnight Pass Road - #405B
Sarasota, FL 34242

7. Janet Kaplan
5007 Kestral Park Drive
Sarasota, Florida, Fl 34231

ARTICLE SEVEN
PRINCIPAL OFFICE AND
IDENTIFICATION OF REGISTERED AGENT

(A) The county in the State of Florida where the principal office for the transaction of business of this Corporation is to be located in the County of Sarasota.

(B) The name and address of the Corporation's registered agent is:

Ira Stewart Wiesner
1800 2nd Street, Suite 870
Sarasota, Florida 34236

ARTICLE EIGHT
MANAGEMENT OF CORPORATE AFFAIRS

(A) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be seven (7); provided, however, that such number may be changed by a Bylaw duly adopted.

The directors herein named as the first Board of Directors shall hold office for a term of one (1) year or until the 1st annual meeting following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 10:30 a.m., on the 1st Tuesday in April of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually

or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and Bylaws of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the Board of Directors are as follows:

1. Marie Brown
1604 Starling Drive
Sarasota, Florida 34231
2. Gershom Cohn
510 Blue Jay Place
Sarasota, Florida 34236
3. Gerald Engman
1932 Harborside Drive, #213
Longboat Key, Florida 34228
4. Jack Weintraub
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Sarasota, Florida 34243
5. Abraham D. Horn
2477 Stickney Point Road - #112A
Sarasota, Fl 34231
6. Martin Lipton
5780 Midnight Pass Road - #405B
Sarasota, Fl 34242
7. Janet Kaplan
5007 Kestral Park Drive
Sarasota, Fl 34231

(B) Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Treasurer, and Secretary, and such other officers as the Bylaws of this Corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President, Gerald Engman
Vice-President, Gershom Cohn
Secretary/Treasurer, Jack Weintraub

ARTICLE NINE BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of Florida, concerning corporation action that must be authorized or approved by the Board of Directors of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the Bylaws.

ARTICLE TEN DEDICATION OF ASSETS

The property of this Corporation is 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, or officer thereof, or to the benefit of any private individual.

(A) Distribution of Income. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(B) Self-dealing. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(C) Excess Business Holdings. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(D) Investments Jeopardizing Charitable Purpose. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(E) Taxable Expenditures. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE ELEVEN DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a non-profit fund, foundation, or Corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE TWELVE
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum for their vote. Amendments may be adopted by the vote of two-thirds (2/3) of a quorum of directors of the Corporation.

We, the undersigned, being the incorporators of this Corporation, and including all the persons herein named as the subscribers of this Corporation for the purpose of forming this non-profit charitable corporation under the laws of Florida have executed these Articles of Incorporation on this 13 day of June, 1995.

Marie Brown
Marie Brown

Gershom Cohn
Gershom Cohn

Abraham D. Horn
Abraham D. Horn

Gerald Engman
Gerald Engman

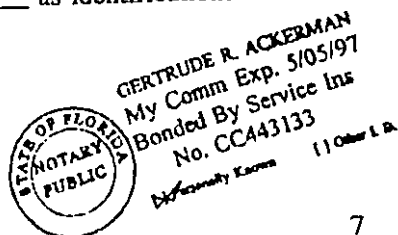
Martin Lipton
Martin Lipton

Jack Weintraub
Jack Weintraub

Janet Kaplan
Janet Kaplan

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 13th day of June, 1995 by MARIE BROWN who is personally known to me or who has produced _____ as identification.



Gertrude R. Ackerman
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

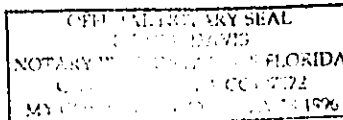
The foregoing instrument was acknowledged before me this 22 day of June, 1995
by GERSHOM COHN who is personally known to me or who has produced _____
_____ as identification.



Esther Davis
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

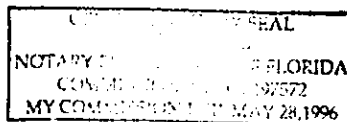
The foregoing instrument was acknowledged before me this 26th day of June, 1995
by ABRAHAM D. HORN who is personally known to me or who has produced _____
_____ as identification.



Esther Davis
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

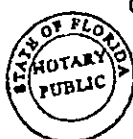
The foregoing instrument was acknowledged before me this 22 day of June, 1995
by GERALD ENGMAN who is personally known to me or who has produced _____
_____ as identification.



Esther Davis
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 13th day of June, 1995
by MARTIN LIPTON who is personally known to me or who has produced _____
_____ as identification.

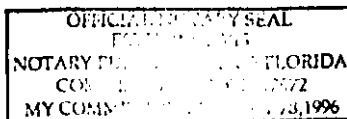


GERTRUDE R. ACKERMAN
My Comm Exp. 5/05/97
Bonded By Service Ins
No. CC443133
☒ Personally Known ☐ Other I.D.

Gertrude R. Ackerman
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

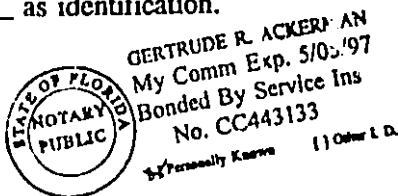
The foregoing instrument was acknowledged before me this 22 day of June, 1995
by JACK WEINTRAUB who is personally known to me or who has produced _____
_____ as identification.



Esther Down
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 13th day of June, 1995
by JANET KAPLAN who is personally known to me or who has produced _____
_____ as identification.



Gertrude R. Ackerman
Notary Public

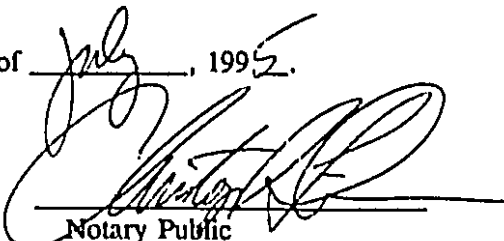
Having been named Registered Agent to accept service of process for the above-stated Corporation at the registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

IRA STEWART WIESNER
IRA STEWART WIESNER

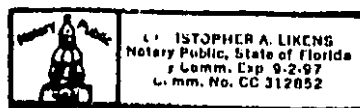
STATE OF FLOFIDA
COUNTY OF SARASOTA

Before me personally appeared IRA STEWART WIESNER, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 27 day of July, 1995.




Notary Public
My commission expires:



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CERTIFICATE OF ACTION BY BOARD OF DIRECTORS

The attached Restated Articles of Incorporation for the Jewish Assisted Living Corporation were adopted by the Board of Directors and does not contain any amendment requiring member approval.


Jack Weintraub, Secretary

Dated 8/21/95