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July 25, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

Re: Rainbow Village Apartments, Inc., a Florida not for
profit corporation

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles
of Incorporation of Rainbow Village Apartments, Inc., a Florida not
for profit corporation, along with our check in the amount of
\$122.50. If the enclosed document meets with your approval, please
file it with your Office and return a certified copy to the
attention of the undersigned.

If you have any questions regarding the enclosed document,
please do not hesitate to contact the undersigned.

Yours very truly,

Debra J. Hickinbotham
Debra J. Hickinbotham
Corporate Paralegal

DJH/jan
Enclosures

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TALLAHASSEE
SECRET

ARTICLES OF INCORPORATION
OF
RAINBOW VILLAGE APARTMENTS, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned, acting as Incorporator of Rainbow Village Apartments, Inc, a Florida corporation not for profit (the "Corporation") under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

NAME

The name of the Corporation is Rainbow Village Apartments, Inc. and the street address of the initial principal office of the Corporation is 14711 North Beckley Square, Davie, Florida 33325-3028.

ARTICLE II

PURPOSE

2.1 The purpose of the Corporation is to provide housing to elderly residents who are of the Christian Science faith, i.e., those who are currently or have been members of a Christian Science Branch Church or a member of The Mother Church, The First Church of Christ, Scientist in Boston, Massachusetts, discovered and founded by Mary Baker Eddy, and their families. The Corporation is intended to be operated exclusively for charitable purposes and as such qualify for an exemption from federal income tax under Section 501(c)(3) of the U.S. Internal Revenue Code of 1986. The Corporation is committed to provide charity to elderly Christian Scientists either at established rates which are substantially less

than the actual cost of the services furnished or, to subsidize any resident unable to continue making his or her monthly payments, or both. The Corporation shall provide its residents with access to Christian Science Church services, practitioners and nursing facilities, all of which promotes the health and well-being of its residents who are relying upon spiritual means for healing and health care.

2.2 The Corporation shall possess and exercise all the powers and privileges granted by Chapter 617 of the Florida Statutes as they now exist or as they may be hereafter amended, or by any other law of Florida applicable in any manner to not for profit corporations, limited only by the restrictions set forth in these Articles of Incorporation and in said Chapter 617 of the Florida Statutes.

2.3 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the U.S. Internal Revenue Code of 1986 and the Treasury Regulations promulgated thereunder as they now exist or as they may be hereafter amended, or (ii) by a not for profit corporation organized under the laws of the State of Florida as they now exist or as they may be hereafter amended.

ARTICLE III

QUALIFICATION OF MEMBERS

The members of this Corporation shall be the duly elected members of the liaison board with the rights, qualification and manner of admission to such board as provided in the Bylaws of this Corporation.

ARTICLE IV

TERM OF EXISTENCE

This Corporation is intended to have perpetual existence.

ARTICLE V

BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, except as may be otherwise provided in these Articles of Incorporation or in the Bylaws of the Corporation, or as may be otherwise required by any of the provisions of Chapter 617 of the Florida Statutes as it now exists or as it may be hereafter amended. The number of Directors shall be determined and fixed pursuant to the Bylaws of the Corporation, but shall consist of at least three (3) persons. The Board of Directors shall be elected as described in the Bylaws of the Corporation.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation and the name of the initial Registered Agent of the Corporation is:

EMO Corporate Services, Inc.
100 N.E. Third Avenue, Suite 1100
Fort Lauderdale, Florida 33301

ARTICLE VII

NON-PROFIT

This Corporation is not for profit and therefore there shall never be distributed any gains, profits or dividends to any officer, director or member of the Corporation, and no part of the net earnings shall inure to any individual. No employees shall receive more than reasonable compensation for services rendered. It is a further expressed provision of these Articles of Incorporation that the assets and proceeds of every nature and description of this Corporation are, and shall forever be, irrevocably dedicated to the benevolent purposes stated in Article II hereof. In the event of sale, liquidation or dissolution of this Corporation for any reason whatsoever, no asset or property or proceeds of sale of this Corporation shall inure to the benefit of any private person whomsoever, but shall go equally to all Christian Science branch churches and societies in the counties of Dade, Broward and Palm Beach, Florida, to be used for religious and charitable purposes, provided that if said distributees cannot qualify under Section 501(c)(3) of the U.S. Internal Revenue Code to receive the assets, then said distribution shall be made to The

Christian Science Board of Directors of The Mother Church, The First Church of Christ, Scientist, in Boston, Massachusetts, if it qualifies under said Section 501(c)(3) of the U.S. Internal Revenue Code.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

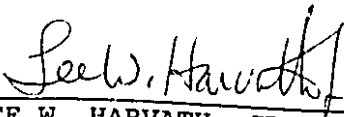
Lee W. Harvath, Jr.
100 N.E. Third Avenue, Suite 1100
Fort Lauderdale, Florida 33301

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation shall be made in the manner set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21 day of July, 1995.



LEE W. HARVATH, JR., Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for RAINBOW VILLAGE APARTMENTS, INC. at the place designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of the Florida Not For Profit Corporation Act relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of its position as Registered Agent.

EMO CORPORATE SERVICES, INC.
Initial Registered Agent

Dated: July 21, 1995

By: Lee W. Harvath, Jr.
LEE W. HARVATH, JR., President