Department of State Division of Corporations TRANSMITTAL LETTER OCCUPATIONS TRANSMITTAL LETTER

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

SUBJECT:	ZCS SENIOR HOUSING PARTHERS JAIC.
	(Proposed corporate name - must include suffix)

000003160780--7 -03/07/00--01076--011 *****410.00 ******87.50

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

× \$87.50

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: Z. CHPF SINGLETON	
Name (Printed or typed)	TAKE !
50/ HOLLYWOOD BLVD.	LAHAS
Address	SEC
W. MEZBOULENT PL 3290 4 City, State & Zip	STATE ORATIONS LORIDA
321-951-9396 Daytime Telephone number	SECRET TALLAHA
	NRY G
	STATE
1.1.	

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

ARTICLES OF INCORPORATION OF ZCS SENIOR HOUSING PARTNERS, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person over the age of eighteen (18) years, competent to contract and a citizen of the United States of America, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be ZCS SENIOR HOUSING PARTNERS, INC. The principal place of business of this corporation shall be 501 Hollywood Boulevard, West Melbourne, Florida 32904.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage in any business permitted under Florida law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 1435 East Piedmont Drive, Suite 201, Tallahassee, Florida 32312, and the initial registered agent of this corporation at such office shall be Robert S. Cohen, who, upon accepting this designation, agrees to comply with the provisions of Florida Statutes concerning the duties and responsibilities of registered agents.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two (2) directors initially, both of whom are United States citizens and over the age of 18. The corporation shall have three (3) officers initially, all of whom are United States citizens and all of whom are over the age of 18. The terms of office of the initial officers and directors shall be for not more than one year after the date of incorporation of the corporation. The names and street addresses of the officers and directors whose initial terms of office shall be for one year are:

APPROVED

Z. Cliff Singleton501 Hollywood BoulevardWest Melbourne, Florida 32904

President and Director

Clifton D. Singleton 501 Hollywood Boulevard West Melbourne, Florida 32904

Vice President and Director

Rita P. Singleton 501 Hollywood Boulevard West Melbourne, Florida 32904

Secretary and Treasurer

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator who is a United States citizen and who is over the age of 18 are:

Z. Cliff Singleton501 Hollywood BoulevardWest Melbourne, Florida 32904

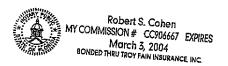
IN WITNESS WHEREOF, the undersigned incorporator does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto sets his name and seal this 7th day of March, 2000.

Z. Cliff Singleton

STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this 7^{th} day of March, 2000, by Z. Cliff Singleton, who is personally known to me and who took an oath.

NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of ZCS Senior Housing Partners, Inc., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes, and is herewith simultaneously designated as registered agent by ZCS Senior Housing Partners, Inc.

Executed this 7th day of March, 2000.

Robert S. Cohen Registered Agent

For the Corporation:

Z.CliffSingleton

President

SECRETARY OF SIME

APPROVED