

# PO1000005022

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

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## FLORIDA PROFIT CORPORATION OR P.A.

MIDWAY MANOR ALF, INC.

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF INCORPORATION**

**OF**

**MIDWAY MANOR ALF, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **MIDWAY MANOR ALF, INC.**

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**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is 1754 Ensley Avenue, Clearwater, FL 33756.

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

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**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is B.G. Diehl,  
1754 Ensley Avenue, Clearwater, FL 33756.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of  
Incorporation is Capital Connection, Inc., 417 E. Virginia St.,  
Suite 1, Tallahassee, FL 32301.

**ARTICLE VI: SPECIAL PROVISION**

It is the intent of the incorporator and directors that the  
corporation qualify under Section 1244 of the Internal Revenue Code  
and that the corporation file as a Sub S Corporation. Such actions  
as are necessary will be taken by the appropriate officers to  
accomplish this compliance.

**ARTICLE VII: PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this  
corporation, shall have the right to purchase his pro-rata share  
thereof at the price at which it is offered to others.

The undersigned has executed these Articles of Incorporation this  
12th day of January 2001.

"Capital Connection, Inc. by Crystal Dugger," Office Manager"

Crystal Dugger

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : MIDWAY MANOR ALF. INC.

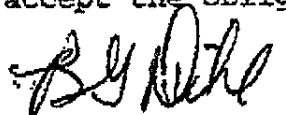
2. The name and address of the registered agent and office is:

B.G. DIEHL

1754 Ensley Avenue

Clearwater, FL 33756

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

1/12/01  
(Date)

B.G. DIEHL, President  
Printed Name, Title

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