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Florida Department of State

Division of Corporations
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To:
 Division of Corporations
 Fax Number : (850)205-0381

From:
 Account Name : FAS-T CORE. AGENTS, INC.
 Account Number : 071001002335
 Phone : (305)599-0839
 Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

BEACON ALE, INC.

01 MAY 24 AM 8:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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Certificate of Status	0
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B. McNaught MAY 25 2001

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is

Beacon ALF, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the business of
 Adult Living Facility
2. To transact any other lawful business for which corporations may be
 incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary
 or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$ 5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the share of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial principal office of the corporation is

601 NW 128th Place
Miami, FL 33182

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
Maria E. Ramirez President/Treasurer	601 NW 128 th Place Miami, FL 33182
Martha Franchi-Alfaro Vice-President/Secretary	13329 NW 5 th Terrace Miami, FL 33182

ARTICLE NINE

A unanimous vote of directors for effective director action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
Maria E. Ramirez	601 NW 128 th Place Miami, FL 33182

Executed by the undersigned at Miami, Florida on May 24, 2001.

✓

Maria E. Ramirez

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in
compliance with said Act:

First- That Beacon ALF, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami, County of Miami-Dade, State of Florida has named Maria E. Ramierz located at 601 NW 128th Place, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in the certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

Maria E. Ramierz

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