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May 22, 2001

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

RE: ASSISTED HOME LIVING INC. #3

900004340459---C -05/04/01--01112--024 *****78.75 *****78.75

Dear Sir/Madam:

Enclosed for filing is the Articles of Incorporation for the above-name corporation, together with a letter authorizing the use of a similar name.

Also, enclosed is a check made payable to the Florida Department of State in the amount of \$78.75 for the incorporation filing fee, including a certified copy of the Articles of Incorporation.

Should you have any questions, please feel free to contact me.

Thank you,

JUAN C. RAMOS

President

6776 SW 64 Street South Miami, Florida 33143 (305) 665-9001

ARTICLES OF INCORPORATION

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SECKETARY OF STATE
ALLAHASSEF

OF

ASSISTED HOME LIVING INC. #3 (a Florida corporation)

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation pursuant to Section 607.0202 of the Florida Business Corporation Act.

ARTICLE I NAME

The name of the corporation shall be: ASSISTED HOME LIVING INC. #3 (the "Corporation").

ARTICLE II PRINCIPAL PLACE

The principal place of business of the Corporation shall be: 50 SW 26th Road, Miami, Florida 33129.

ARTICLE III MAILING ADDRESS

The mailing address of the Corporation shall be: 6776 SW 64 Street, South Miami, Florida 33143.

ARTICLE IV NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue an aggregate total of One Thousand (1,000) shares, all of which shall be designated Common Stock, having a par value of \$.01 per share.

ARTICLE VI REGISTERED ADDRESS

The mailing address of the initial registered office of the Corporation shall be 6776 SW 64 Street, South Miami, Florida 33143, and the name of the initial registered agent of the Corporation at that address is Juan C. Ramos.

ARTICLE VII TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII OFFICERS AND DIRECTORS

This corporation shall initially have one (1) director. The name and address of the initial director who shall hold office until such time as a successor is elected or appointed is as follows:

President / Director -

Juan C. Ramos 6776 SW 64 Street South Miami, FL 33143

ARTICLE IX INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Juan C. Ramos, 6776 SW 64 Street, South Miami, Florida 33143.

ARTICLE X INDEMNIFICATION

This corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator name above, for the purpose of forming a corporation, pursuant to the Florida Business Corporation Act, has executed these Articles of Incorporation this <u>ZZ</u> day of May, 2001.

Juan G. Ramo Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ASSISTED HOME LIVING, INC. #3 hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Section 607.0505 of the Florida Business Corporation Act.

Juan C. Rarnos Registered Agent

Dated: 5-21-01

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