Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)205-0381

Account Name

: CHEVOLO ACCOUNTING, INC.

Account Number : 120000000167

Phone

: (954)777-0082

Fax Number

: (954)777-0062

FLORIDA PROFIT CORPORATION OR P.A.

ASSISTED LIVING OF AMERICA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

OF

ASSISTED LIVING OF AMERICA, INC.

In compliance with Chapter 607 and/or Chapter 621 Florida Statues, the undersigned incorporates, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: ASSISTED LIVING OF AMERICA, INC.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3551 N W 5th Place, Ft. Lauderdale, Florida 33311

ARTICLE 111 PURPOSE

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

ARTICLE 1V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

TEN THOUSAND (10000) SHARES OF COMMON STOCK WITH A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE V TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V1 INITIAL OFFICERS / DIRECTORS

The name and street address of the initial officers and directors are: Pauline M. Phillips-Soso - 3551 N W 5th Place, Ft. Lauderdale, Florida 33311 President / Director / Treasury

Jameel Raashib – 3551 N W 5^{th} Place, Ft. Lauderdale, Florida 33311 Vice President / Director

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ARTICLE VII INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is: Pauline M. Phillips-Soso – 3551 N W 5th Place, Ft. Lauderdale, Florida 33311

IN WITNESS WHEROF, The undersigned incorporator have executed these Articles of Incorporation this:

28 Day of Cherry

Danhine MARINE-SOSO

STATE OF FLORIDA COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn before me this

28 day of Quy 2001, by Ms. Pavene MPHILLIPS-SUSS

OF ASSISTED LIVING OF AMERICA, INC

Notary Public Mangelallee

My Commission Expires

V. H. CHEVOLLEAU

STORMAN My Comm Exp. 7/27/2003

No. CC 850861

M. Personally Known (10ther LD.

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 of 617.0501, Florida Statues, 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.

The name of the corporation is: Assisted Living of America, Inc.
The name and address of the registered agent and officer is:

Pauline M. Phillips-Soso 3551 N W 5th Place, Ft. Lauderdale, Florida 33311

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 position as registered agent.

SIGNATURE OF WORLD SIGNATURE OF THE SIGN

8/28/01