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FLORIDA PROFIT CORPORATION OR P.A.

SENIOR LIVING OF TEMPLE, INC.

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Katherine Harris
Secretary of State

November 29, 2001

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SUBJECT: SENIOR LIVING OF TEMPLE, INC.
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

SENIOR LIVING OF TEMPLE, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be:

SENIOR LIVING OF TEMPLE, INC.
950 S. E. 12TH Street
Hialeah, FL 33010

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State, and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:
RICHARD A. JOSEPH, ESQ.
Gunter, Joseph & Ruffin, P.A.
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, FL 33309
FL Bar No. 251852
(954) 938-4555

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ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
7,500	\$0.01	Common Class A-voting
7,500	\$0.01	Common Class B-non-voting

The Common Class B shares are not entitled to vote on any matters submitted to a vote by the shareholders, whereas the Common Class A shares are entitled to vote on all matters submitted to a vote by the shareholders; all other rights and privileges of said shares are identical.

ARTICLE V

Street Address of Principal Office of Corporation

The street address of the initial Principal Office of the corporation shall be 950 S.E. 12th St, Hialeah, Fl. 33010.

Name and Street Address of Registered Agent

The initial registered agent of the corporation shall be Gutter, Josepher, & Ruffin, P.A., at 100 W. Cypress Creek Rd., Suite 900, Ft. Lauderdale, FL 33309.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be one. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and their successors shall have been elected and qualified or until their earlier resignation, removal from office, or death, is

<u>Name</u>	<u>Address</u>
GEORGE E. BATCHELOR	950 S.E. 12th St, Hialeah, Fl. 33010

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

Name

Address

MARVIN C. GUTTER, ESQ.

100 West Cypress Creek Rd., Suite 900
Fort Lauderdale, FL 33309

Executed at Fort Lauderdale, Florida on the 28 day of November, 2001.

INCORPORATOR

By: *Marvin C. Gutter*
MARVIN C. GUTTER

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 28th day of November, 2001, by MARVIN C. GUTTER, who is personally known to me and did take an oath.

[Signature]
Notary Public

Name of Notary: _____

Commission No.: _____

State of Florida at Large



Richard A. Joseph
MY COMMISSION # C0344626 EXPIRES
October 30, 2004
BONDED THROUGH TACI INSURANCE, INC.

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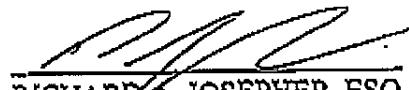
ACCEPTANCE BY REGISTERED AGENT

Having appointed the registered agent of SENIOR LIVING OF TEMPLE, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 28th day of November, 2001.

GUTTER JOSEPH & RUFFIN, P.A.

By:


RICHARD A. JOSEPHER, ESQ.

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