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MONICA MITCHELL-REED
P.O. BOX 2441
JACKSONVILLE, FLORIDA
32203

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
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- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

2/28
Examiner's Initials *gj*

ARTICLES OF INCORPORATION
OF
MITCHELL'S ASSISTED LIVING FACILITY, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of the corporation is , **MITCHELL'S ASSISTED LIVING FACILITY**
Inc.

ARTICLE II -TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of to assist the elderly and people with mild mental disabilities and Doing business permitted under the laws of United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of capital stock for the par value of \$0.01 per share, The sum of \$100.00, the par value of all of capital stock for the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Director, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Duval County, Florida, and the address is 6140 Cleveland Road, Jacksonville, Florida 32209.

The name of the initial registered agent is Monica Mitchell-Reed., and the initial office is 6140 Cleveland Road, Jacksonville, Florida 32209, .

ARTICLE VI - DIRECTORS

The initial Board of Director shall consist of Two (2) members who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of persons who shall serve as Directors until the first annual meeting of the shareholder, or until their successors shall have elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Monica Mitchell-Reed	1416 West 9 th Street
CEO	Jacksonville, Florida, 32209
Annie R. Carter	1553 Mt. Herman Street
Secretary of Treasurer	Jacksonville Florida 32209

ARTICLE IX - PREEMPTIVE RIGHT

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or service from time to time, in addition to stock authorized and issued by corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently and issued.

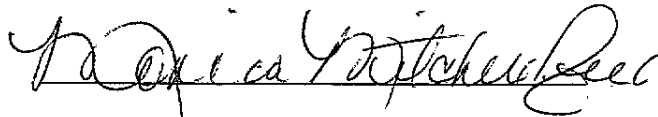
ARTICLE X - CUMULATIVE VOTE

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give candidate as many votes as the number of director to be elected, multiplied by the number of his shares, to distribute them among as many candidates as may wish. Notice must be given by any shareholder to the president or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

ARTICLE XI - SECTION 1244

This corporation and the shareholders hereof shall be Section 1244 of the United States Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville, Duval County, Florida, on this 20 day of February 2002

A handwritten signature in cursive script, reading "Monica Mitchell-Reed".

Monica Mitchell-Reed., Incorporator

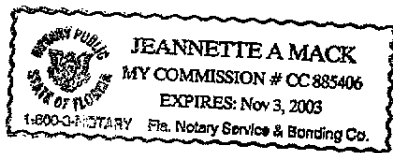
STATE OF FLORIDA

COUNTY OF DUVAL

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BEFORE ME, the undersigned authority, personally appeared Monica Mitchell-Reed
Who is well known to be the person described in and who subscribed the above Articles of
Incorporation and he did freely and voluntarily acknowledge before set and me according to
the law that he made subscribed the same for the uses and purposes therein mentioned forth

IN WITNESS WHEREOF, I have hereunto set My hand and official seal
Jacksonville, Duval County, Florida, 20 day February 2002



Jeannette A. Mack

Notary Public- State of Florida
My Commission Expires: Nov. 3, 2003

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his designation as registered agent for
MITCHELL'S ASSISTED LIVING FACILITY Inc.

Monica Mitchell-Reed
Monica Mitchell-Reed.