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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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFT CORPORATION OR P.A.

THE RETREAT OF WILTON MANORS, INC.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

(5)

ARTICLES OF INCORPORATION

OF

THE RETREAT OF WILTON MANORS, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned person, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be THE RETREAT OF WILTON MANORS, INC.

ARTICLE II - DURATION OF EXISTENCE

This corporation shall exist perpetually, commencing on the date these Articles are filed in the Office of the Secretary of State.

ARTICLE III - PLACE OF BUSINESS

The corporation's principal place of business shall be:

1719 Poinsettia Drive
Fort Lauderdale, FL 33305

ARTICLE IV - GENERAL PURPOSES

The purpose of this corporation is to engage in any activities or lawful business permitted for corporations under both the laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

(I) The corporation shall have authority to issue ten thousand shares (10,000) of common stock, all of one class, with a par value of One Dollar (\$1.00) per share.

(II) All or any portion of the capital stock may be issued in payment for real or

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personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of stock to be issued as hereinafter set forth, and when so issued, shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive and binding upon the present subscribers or future stockholders of the corporation.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The address of the initial registered office is 1719 Poinsettia Drive, Fort Lauderdale, Florida 33305, and the name of its initial registered agent at said address is Paul Derdzinski.

ARTICLE VII - BOARD OF DIRECTORS

(I) The corporation shall have a minimum of one (1) director, and shall have one (1) director initially. The number of directors may be increased from time to time by amendment of the By-Laws.

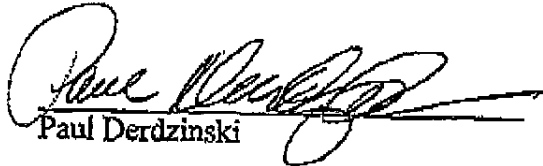
(II) The name and address of the person who is to serve as director until the first annual meeting of shareholders or until its successors are elected and qualify, is:

Paul Derdzinski
1719 Poinsettia Drive
Fort Lauderdale, FL 33305

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of the corporation is Paul Derdzinski, 1719 Poinsettia Drive, Fort Lauderdale, FL 33305.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 27th day of June, 2002.

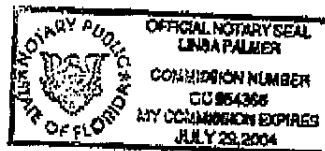

Paul Derdzinski

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING Articles of Incorporation were acknowledged before me this day by Paul Derdzinski, who is personally known to me or had produced _____, as identification and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of June, 2002.


Notary Public
My commission expires:

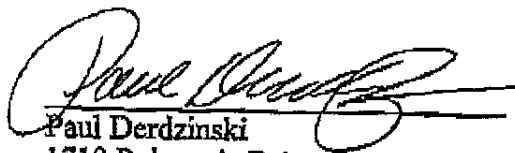


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted, in compliance with Section 48.091, Florida Statutes,
THAT THE RETREAT OF WILTON MANORS, INC., a corporation organized
under the laws of the State of Florida, has named PAUL DERDZINSKI as its Registered
Agent to accept service of process within this State, whose registered office is located at
1719 Poinsettia Drive, Fort Lauderdale, Florida 33305.

ACKNOWLEDGMENT

Having been named to accept service of process for the above entitled corporation,
at the place designated in this Certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Act relative to the proper and complete performance
of my duties.


Paul Derdzinski
1719 Poinsettia Drive
Fort Lauderdale, FL 33305

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Prepared by:
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