

**Electronic Articles of Incorporation
For**

**P03000122248
FILED
October 30, 2003
Sec. Of State**

WILLIAMS&KELLY ASSISTED LIVING ,INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WILLIAMS&KELLY ASSISTED LIVING ,INC.

Article II

The principal place of business address:

7303 N.HUNTLEY AVE.
TAMPA, FL. US 33604

The mailing address of the corporation is:

7303 N.HUNTLEY AVE.
TAMPA, FL. US 33604

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1500

Article V

The name and Florida street address of the registered agent is:

ARMOND N WILLIAMS
7303 N. HUNTLEY AVE
TAMPA, FL. 33605

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ARMOND N. WILLIAMS

Article VI

The name and address of the incorporator is:

TAMARA KELLY
7303 N. HUNTLEY AVE.
TAMPA ,FL. 33604

Incorporator Signature: TAMARA KELLY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PDTS
TAMARA KELLY
7303 N. HUNTLEY
TAMPA, FL. 33604 US

Title: VP
ARMOND N WILLIAMS
7303 N. HUNTLEY
TAMPA, FL. 33604 US

Article VIII

The effective date for this corporation shall be:

10/28/2003