

P04000005406

Florida Department of State

Division of Corporations

Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000076517 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : MDMB

Account Number : I20030000084

Phone : (305) 279-2276

Fax Number : (305) 630-9678

RECEIVED

05 MAR 29 PM 1:52

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAR 29 PM 2:45

FILED

BASIC AMENDMENT

SUNSHINE SENIOR HEALTHCARE, INC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing

Public Access Help

2/29/05
28

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted by the Corporation's Board of Directors and Shareholders pursuant to section 607.1007, Florida Statutes effective March 28, 2005. Each amendment set forth in this Amended and Restated Articles of Incorporation was approved by the shareholders by a vote of sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida Corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: SUNSHINE SENIOR HEALTHCARE, INC

Old Name:

Article II. Address. The Corporation's mailing address is:

SUNSHINE SENIOR HEALTHCARE, INC

27501 SOUTH DIXIE HIGHWAY

SUITE 205

NARANJA, FL 33032

Article III. Registered Agent. The Corporation's registered agent is:

JAN M CRUZ

27501 SOUTH DIXIE HIGHWAY

SUITE 205

NARANJA, FL 33032

Article IV. Officers. The Corporation's officers are:

President/Director: JAN M CRUZ

Secretary/Director: ANA ARIAS

Treasurer/Director: JAN M CRUZ

Vice President/Director: ANA ARIAS

FILED
05 MAR 29 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:
JAN M CRUZ
ANA ARIAS

Article VI. Capital Stock. The Corporation shall have the authority to issue 100 shares of common stock, par value \$10.00 per share.

JAN M CRUZ 50% OF SHARES
ANA ARIAS 50% OF SHARES

Article VII. Corporate Existence. The Corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on this date shown below.

SUNSHINE SENIOR HELATHCARE, INC

By:  _____

Name: JAN M CRUZ

Title: PRESIDENT

Date: MARCH 28, 2005

H05000076517 3

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

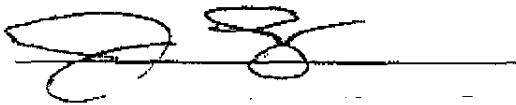
CORPORATION:

SUNSHINE SENIOR HEALTHCARE, INC

REGISTERED AGENT/OFFICE:

JAN M CRUZ
27501 SOUTH DIXIE HIGHWAY
SUITE 205
NARANJA, FL 33032

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

A handwritten signature in black ink, appearing to be 'J M Cruz', is written over a horizontal line.

Date: MARCH 28, 2005

H05000076517 3