

OCT 14 2005

CAPITAL CONNECTION

NO. 0651

P. 1

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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 : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

FLORIDA PROFIT CORPORATION OR P.A.

Senior Adult Living Corporation

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

SENIOR ADULT LIVING CORPORATION

The undersigned incorporator, being a natural person competent to contract, subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

I. NAME

The name of this corporation is Senior Adult Living Corporation, and its principle place of business is 4700 Millenia Blvd, Suite 340, Orlando, Florida 32839

II. PURPOSE

The purpose for which the corporation is organized is to engage in the business of real estate and for other lawful purpose.

III. DURATION

The term of existence of the corporation is perpetual.

IV. CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding is 10,000, all of which shall be common shares with par value of \$.01.

V. REGISTERED OFFICE

The street address of the initial registered office of the corporation in this State is Korshak and Associates, P.A., 8680 Commodity Circle, Suite 200B, Orlando, Florida 32819
The initial registered agent at the registered office is Ian J. Lylen, Esq.

VI. INCORPORATOR

The name and post office address of the incorporator is:

Patrick B. Kirkland
4700 Millenia Blvd
Suite 340
Orlando, Florida 32839

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VII. DIRECTORS

The Board of Directors shall initially consist of one (1) Director. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. The name and address of the initial Board of Directors are:

Patrick B. Kirkland
4700 Millenia Blvd
Suite 340
Orlando, Florida 32746

VIII. Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE IX. Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLES XI. Preemptive Rights

Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 14th day of October, 2005.

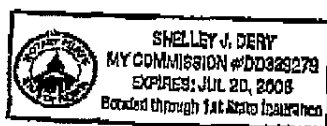

Patrick B. Kirkland, Incorporator/Director

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STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 14 day of October, 2005.
Patrick B. Kirkland, who is personally known to me or who has produced _____ as
identification and who did not take an oath.



Shelley J. Dery
Signature of Notary

Shelley J. Dery
Type/Print name of Notary
My Commission Expires: Jul 20, 2008

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**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR THE SERVICES OF PROCESS WITHIN THIS STATE**

Pursuant to the Florida General Corporation Act, the following is submitted, in compliance with said Act:

SENIORS ADULT LIVING CORPORATION, desiring to organize as a corporation under the laws of the State of Florida with its registered office Korshak and Associates, P.A., 8680 Commodity Circle, Suite 200B, Orlando, Florida 32819, has named Ian J. Lyles, Esq., located at the above registered office as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of said Act relative to keeping open said office.

By: 

Registered Agent

Date: 10/14/05

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TALLAHASSEE, FLORIDA

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