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FLORIDA PROFIT/NON PROFIT CORPORATION

RIVER CROSSING GP, INC.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RIVERCROSSING, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is RIVERCROSSING, INC. (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 7483 SW 24th Street, Suite 209, Miami, Florida 33155.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which shall have a par value of One Cent ($.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services and such other value in the judgment of the directors as equivalent to or greater than the full par value of the shares.

Filed by: Martha Miralda, Legal Assistant
Stearns Weaver Miller et al.
150 W. Flagler St., Museum Tower #2200
Miami, FL 33130
Ph: 305-789-3200 Fax: 305-789-3395

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ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name	Address
Brian J. McDonough	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of seven persons. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the members of the initial Board of Directors of the Corporation is:

Name	Address
Robert D[illegible]	Black Business Association 5000 NW 7th Avenue, 2nd Floor Miami, Florida 33127
Milton C. Fuller	Fuller & Schwartz, P.A. 2001 Alhambra Circle, Suite 500? Coral Gables, Florida 33134

Name	Address
Pamela Erbheim, PhD	Florida International University, Center on Aging, 3000 NE 151 Street, ACI-224, North Miami, Florida 33181
Daniel Paul Rosemond	18804 NW 79 Way, Hialeah, Florida 33015
Keith A. Bell	6541 SW 4 Street, Pembroke Pines, Florida 33023
Magali R. Abad	2430 SW 18 Street, Miami, Florida 33145
Bernadette Norris-Weeks	400 SE 5th Street, Fort Lauderdale, Florida 33301

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name	Address
Elaine J. McDonough	2200 Museum Tower, 150 West Flagler Street, Miami, Florida 33130

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

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ARTICLE X AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provision of any of the articles contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10 day of January, 2006.

Brian J. McDonough, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Statutes.

Brian J. McDonough, Registered Agent

[illegible]