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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: COONEY, WARD, LESHER & DAMON, P.A.
1555 PALM BEACH LAKES BLVD, SUITE 1000
WEST PALM BEACH FL 33401-0000
CONTACT: STEVEN E KELLY
PHONE: (407) 689-8111
FAX: (407) 689-9303

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FLAGLER LIFE CARE, INC.
FAX AUDIT NUMBER: H95000000424
CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION
OF
FLAGLER LIFE CARE, INC.

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: FLAGLER LIFE CARE, INC.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 3100 N. Flagler Drive, West Palm Beach, Florida, 33407.

Linda Molfatta, Legal Assistant
407/689-8111
Cooney, Ward, Leshner & Damon, P.A.
1555 Palm Beach Lakes Blvd., Suite 1000
West Palm Beach, FL 33401

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 50,000 shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

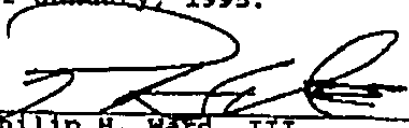
The street address of this Corporation's initial registered office in Florida is 1555 Palm Beach Lakes Boulevard, Suite 1000, West Palm Beach, Florida, 33401, and the name of its initial registered agent at that address is Philip H. Ward, III.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Philip H. Ward, III	1555 Palm Beach Lakes Boulevard Suite 1000 West Palm Beach, Florida 33401

DATED this 11th day of January, 1995.


Philip H. Ward, III
(Incorporator and Registered Agent)

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Philip H. Ward, III, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

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WITNESS my hand and official seal in the County and State last
aforesaid this 11th day of January, 1995.

Notary Public

Sign: Linda Molfetta
Print: Linda Molfetta
State of Florida at Large
My Commission Expires: 7-11-97



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

ACKNOWLEDGMENT:

Having been named to accept service of process for FLAGLER
LIFE CARE, INC., at the initial registered office of the
Corporation in this State designated in its Articles of
Incorporation, I hereby accept to act in this capacity and agree to
comply with the provisions of Section 607.0505 Florida Statutes.

Date: January 11, 1995.

By: 

Philip H. Ward, III

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