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(((H95000001280))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- -0000
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
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(((H95000001280))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: RST SENIOR, INC.
FAX AUDIT NUMBER: H95000001280 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/01/1995 TIME REQUESTED: 09:08:05
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morthern
Secretary of State

February 1, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: RST SENIOR, INC.
REF: W95000002279

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000001280
Letter Number: 995A00004250

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

FEB-01-1995 09:34 FROM EMPIRE

TO

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
RST SENIOR, INC.

I, the undersigned, being of legal age and a natural person do hereby incorporate, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME & PRINCIPAL ADDRESS

The name of this corporation shall be RST SENIOR, INC. The principal office and mailing address of this corporation is 6331 S.W. 93 AVE., Miami, FL 33172.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any and all lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the earliest day allowable pursuant to Florida law for the commencement of corporate existence.

Prepared by:
Santiago Diez, Esq.
SANTIAGO DIEZ, P.A.
3195 Coral Way
Third Floor
Miami, Florida 33145
(305) 443-6163
FNB: 759414

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ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
7,500.00	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 3191 Coral Way, 3rd Floor, Miami, FL 33145 with the privilege of having its offices and branch offices at other places within the State of Florida. The initial registered agent at that address shall be Santiago Diez. The Board of Directors may from time to time designate such other address and place for the registered office of this corporation as it may see fit.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter,

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determine that the corporation be managed by the stockholders. The name and address of the first Director of the corporation, who shall hold office for the first year or until his successor(s) are duly elected and qualified, shall be:

Name

Address

Rogelio S. Tomasino

6331 S.W. 93 Ave
Miami, Florida 33172

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: Santiago Diez
3191 Coral Way, 3rd Floor, Miami, Florida 33145.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law, as the law now exists or as it may be amended hereafter.

ARTICLE X - AMENDMENT

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 stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation under the laws of State of Florida

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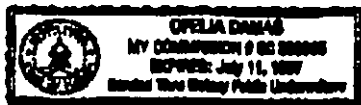
this 31st day of January, 1995.
SANTIAGO DIEZ,
IncorporatorSTATE OF FLORIDA)
COUNTY OF DADE) ss:

BEFORE ME, the undersigned authority, personally appeared Santiago Diez, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and Acknowledgement of Registered Agent, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 31st day of January, 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



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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.

In compliance with the laws of the State of Florida, the following is submitted:

First, that RST SENIOR, INC., desiring to organize under the laws of the State of Florida, has named Santiago Diaz 3191 Coral Way, 3rd Floor, Miami, County of Dade, State of Florida 33145 as its statutory registered agent.

ACKNOWLEDGEMENT

Having been made the statutory agent of the above corporation at the place designated in this certificate I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Santiago Diaz
Registered Agent

DATED: this 31st day of January, 1995

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TALLAHASSEE, FLORIDA

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