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A. ERNEST CRUZ, MBA, J.D. PA

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96 APR 26 AM 11:50
STATE
TREASURER
FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporation
PO Box 6327
Tallahassee FL 32314

TELEPHONE 1 721 334 17
04723796-01086-0007
***122.50 ***122.50

SUBJECT: Patrician Arms Retirement Home, Inc.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above referenced entity, and a check in the amount of \$122.50. Please file said document.

FROM: **A. ERNEST CRUZ, MBA, J.D. PA**
3900 NW 79 AVENUE, SUITE 326
MIAMI FL 33166

(305) 591-9448

3900 NW 79TH AVENUE
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9825 WEST SAMPLE ROAD
SUITE 207
CORAL SPRINGS, FL 33065
(305) 753-7599

B. BROWN MAY -1 1996

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE, FLORIDA

I, the undersigned natural person of the age of twenty-one or more, acting as incorporator of a corporation under title 607.164, of the LAWS of the State of Florida, adopt the following Articles of Incorporation for such corporation.

1. The name of the corporation, hereinafter referred to as the Corporation, shall be Patrician Arms Retirement Home, Inc.
2. The duration of the Corporation shall be perpetual.
3. The object and purpose for which the Corporation is formed is to engage in the ownership and management of an elderly care business and any other business permitted by law.
4. The aggregate number of shares which the Corporation is initially authorized to issue is one thousand (1000). There shall be one class of stock with a par value of one dollar(\$1.00). There shall be no preferences, qualifications, limitations, restrictions or special rights with respect to the one class of stock.

5. Shareholder have the pre-emptive right to acquire additional shares of stock.
6. Provisions for the regulation of the internal affairs of the Corporation are contained in the By-Laws of the Corporation.
7. The Corporation will not commence business until at least one thousand dollars (\$1,000) has been received by it as consideration for the issuance of shares.
8. The initial registered office and principal place of the Corporation shall be located at: 239 NE 23rd Ave., Pompano Beach, FL, 33062. The initial registered agent is Daphne C. O'Brian.
9. The following persons shall constitute the initial Board of Directors of the Corporation, and shall serve until the first annual meeting, or until, their successors shall be elected: **Daphne C. O' Brian** who resides at **239 NE 23rd, Ave., Pompano Beach, FL 33062.**
10. The incorporator of this corporation is **Daphne C. O' Brian**, who resides at the address stated in Paragraph 9.

11. The Articles of Incorporation shall constitute a binding agreement and may be amended by the affirmative vote of majority of the Board of Directors in Office.
12. The registered agent acknowledges that he/she is familiar with and accepts, the duties and responsibilities of registered agent for this Corporation.

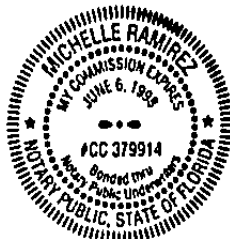
IN WITNESS WHEREOF, We have duly executed and adopted these ARTICLES OF INCORPORATION, on this 24 day of March 1996.

Daphne C. O'Brien
Daphne C. O'Brien
Incorporator/Director/Register Agent

SWORN TO AND SUBSCRIBED BEFORE ME, A NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA, THIS 24 DAY OF MARCH, 1996.

Michelle Ramirez
NOTARY PUBLIC

My commission expires:



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