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TO: DIVISION OF CORPORATIONS FROM EMPIRE CORPORATE KIT COMPANY

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(((H96000007542))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GOLDEN GIRLS ASSISTED LIVING, INC.

FAX AUDIT NUMBER: H96000007542

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF**

**GOLDEN GIRLS ASSISTED LIVING, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, which has been organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporation, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be GOLDEN GIRLS ASSISTED LIVING, INC.

**ARTICLE II**

The street address of the initial principal office of the corporation is 5490 Purdy Lane; West Palm Beach, Florida 33415.

**ARTICLE III**

The number of shares of stock that the corporation is authorized to issue is 500 shares at \$1.00 par value.

**ARTICLE IV**

The name of the corporation's registered agent and his/her street address is: David A. Wolfson; 15321 S. Dixie Hwy., Suite 209, Miami, Florida.

**ARTICLE V**

The name and address of each incorporator is:  
David A. Wolfson; 15321 S. Dixie Hwy., Suite 209, Miami,

*David A. Wolfson, Esq.*  
P.O. Box 163818  
Miami, FL 33116-2818  
(305) 595.0625 / FAX. 149832

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Florida 33147

#### ARTICLE VI

The corporation shall have Not less than 1 nor more than 5 Directors.

The names and addresses of the individuals who are to serve as the initial directors are:

Margaret Steinberger; 3490 Purdy Lane, West Palm Beach, Florida 33143

John Flanagan; 3490 Purdy Lane, West Palm Beach, Florida 33143

#### ARTICLE V

The corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

#### ARTICLE VI

The general nature of the business and objects and purposes to be transacted by the corporation, are to transact any lawful business, and shall have any and all lawful powers.

The undersigned has executed these Articles of Incorporation this May 29, 1996

  
David A. Spilfer, Secretary

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**CERTIFICATION OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that GOLDEN GIRLS ASSISTED LIVING, INC. desiring to organize under the laws of the State Florida with its principal office, as indicated in the articles of incorporation has named David A. Wolfson located at 15321 S. Dixie Hwy., Suite 209 in the city of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
David A. Wolfson

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAY 30 AM 10:11

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