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STATE OF FLORIDA
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FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
[illegible] W FLAGLER ST
SUITE 200
MIAMI FL [illegible]-
CONTACT: RAY [illegible]ORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SENIOR CARE CENTER OF AMERICA, INC.
FAX AUDIT NUMBER: H96000009338
CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/05/1996
TIME REQUESTED: 12:18:13
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(4)

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ARTICLES OF INCORPORATION
OF
SENIOR CARE CENTERS OF AMERICA, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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ARTICLE I. NAME

The name of the corporation shall be:

Senior Care Centers of America, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2327 Shenandoah Street
Lakeland, Florida 33813

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRES

The name and address of the initial registered agent is:

Karen Sugerman, Esq.
16301 Biscayne Blvd, 2nd Floor
Aventura, Florida 33160

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Prepared by:
Karen Sugerman, Esq.
16301 Biscayne Blvd, 2nd Floor
Aventura, Fl 33160
(305) 936-5881
Fl Bar No: 241024

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

James Allen
2327 Shenandoah Street
Lakeland, Florida 33813

The undersigned incorporator(s) have executed these articles of incorporation this 15th day of June, 1996.

JAMES ALLEN

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

1. The name of the corporation is: Senior Care Centers of America, Inc.

2. The name and address of the registered agent and office is:

Karen Sugerman, Esq.
(NAME)

1630 Biscayne Blvd., 2nd Floor
(P.O. BOX NOT ACCEPTABLE)

Aventura, Florida 33160
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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.

SIGNATURE [signature]

DATE 07/05/96

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