



P96000073984

SEP 2 11:00

TALLAHASSEE, FLORIDA

Thursday, 29 August, 1996

BOARD OF DIRECTORS

Officers

Dr. Roy Franks
President
James Baker Jr.
Secretary
Verdell C. Anderson
Treasurer

Members

Corinna E. Allen
Reginald Chino, Esq.
Clarence W. Ford
T. Ward Lee
Bernard E. Fisher
Howard Hickley, Jr., M.D.
John A. Hill
Ron Mason
Congresswoman Carrie P. Meek
Dr. Rudolph Moss
Garth C. Ramey
Neil Robinson
Dorothea Steward
Karen Johnson Street
Elena H. Black
Executive Director

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

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-09/04/96--01169--004
****122.50 ****122.50

Gentlemen:

SUBJECT: RICHMOND SENIORCARE ASSOCIATES, INC.

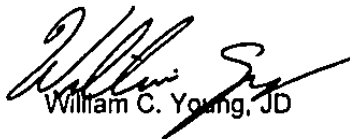
Enclosed please find an original and one copy of the titled Articles of Incorporation and the Certificate designating the place of business and registered agent. A check/money order 1878, in the amount of \$122.50, is enclosed.

Please file both the Articles and Certificate of Designation for each corporation and return a filed marked certified copy of each document to the following address:

**WILLIAM C. YOUNG, JD
TOOLS FOR CHANGE
6255 N. W. SEVENTH AVENUE
MIAMI, FL 33150**

Thank you for your attention to this matter.

Very truly yours,


William C. Young, JD

WCY:jad

Enclosures

Handwritten initials and date: WCY 8/30

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 751-8934 • Facsimile: (305) 751-1619

ARTICLES OF INCORPORATION

OF

RICHMOND SENIORCARE ASSOCIATES, INC.

FILED
11 SEP -01 AM 11:00
TALLAHASSEE, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is RICHMOND SENIORCARE ASSOCIATES, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 16702 SOUTHWEST 114TH COURT, MIAMI, FLORIDA 33157.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue 5,000 shares of common stock with a par value of \$1.00. All stock shall be of one class. The Board of Directors may authorize the

issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 16702 SOUTHWEST 114TH COURT, MIAMI, FLORIDA 33157 and the registered agent at that office is CHERYL PESTAINA.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

CHERYL PESTAINA
16702 SOUTHWEST
114TH COURT
MIAMI, FLORIDA 33157

ARTICLE IX: INCORPORATOR(S)

The Incorporator(s) of the Corporation is (are) as follows:

CHERYL PESTAINA
16702 SOUTHWEST 114TH COURT
MIAMI, FLORIDA 33157

IN WITNESS WHEREOF, I, CHERYL PESTAINA, the undersigned Incorporator(s),
have signed these Articles of Incorporation on this 28th day of August, 1996, and
acknowledged the same to be my (our) act.

Cheryl A. Pestaina
CHERYL PESTAINA

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 28th day of August
____, 1996 by CHERYL PESTAINA, who personally appeared before me at the time of
notarization, and who is personally known to me or who produced a State of Florida driver's
license as identification.

NOTARY PUBLIC:

SIGN: *Stanley B. Lewis*

PRINT: STANLEY B. LEWIS

STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CC407757
Expires Sep. 18, 1998
Bonded by HAI
900-422-1555

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

SEP -3 AM 11:09
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes,
the following is submitted, in compliance with said Acts:

First--That RICHMOND SENIORCARE ASSOCIATES, INC., desiring to organize
under the laws of the State of Florida with its principal office, as indicated in the Articles of
Incorporation at City of **MIAMI**, County of **Dade**, State of Florida, has named CHERYL
PESTAINA, at 16702 SOUTHWEST 114TH COURT, in the City of MIAMI, County of DADE,
State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

BY: *Cheryl AD Pestaina*
CHERYL PESTAINA

DATE: 8/28/96