Law Offices of

JOHN M. BERNAZZOLI

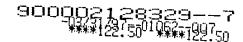
2734 Polk Street, Suite H Hollywood, Florida 33020

Telephone: (954) 923-970 Facsimile: (954) 923-8402

Attention: Corporation Division

Secretary of State State of Florida The Capitol Tallahassee, FL 32304

> Re: Apollo Gardens Retirement Residence Care, Inc.



Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation and an original and a copy of the Authorization from the President of Apollo Gardens Retirement Residence, Inc. authorizing Grace Ueberlauer to use the similar name.

Also enclosed is a check in the amount of \$122.50 for the following charges:

Filing Fee	\$35,00
Resident Agent	
Certified Copy	
	\$122.50

Please file same and return same to this office. If you have any questions, please contact me.

Veryrespectfully yours,

JOHNM. BERNAZZOLI, ESQ.

JMB:nbs Enclosures

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is APOLLO GARDENS RETIREMENT RESIDENCE CARE, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue 1,000 shares, all of one class, $.10^{\circ}$ par value.

ARTICLE V

The address of its initial registered office is 950 S.E. 5th Avenue, Pompano Beach, Florida 33060 and the name of its initial registered agent at said address is GRAZYNA UEBERLAUER.

ARTICLE VI

The principal office and mailing address of the corporation will be: 950 S.E. 5th Avenue, Pompano Beach, Florida 33060.

ARTICLE VII

The number of directors constituting its initial board of directors is one whose name and address is: GRAZYNA UEBERLAUER, 950 S.E. 5th Avenue, Pompano Beach, Florida 33060.

ARTICLE VIII

The name and address of the incorporator is:

GRAZYNA UEBERLAUER, 950 S.E. 5th Avenue Pompano Beach, Florida 33060.

GRAZYNA UEBERLAUER

STATE OF FLORIDA)	
SS: COUNTY OF BROWARD)	
BEFORE ME, a Notary Public, personally appeared GRAZYNA	
UEBERLAUER, who is personally known to me or who has produced	
as identification and who did (did not) take an oath, and who as	
Incorporator executed the foregoing Articles of Incorporation, and acknowledged before	
me that she subscribed to these Articles of Incorporation for the uses and purposes therein	
mentioned and set forth.	
IN WITNESS WHEREOF, I have hereunto set my hand and my official	
seal in the State and County aforesaid, this 24th day of March, 1997.	
OFFICIAL NOTARY SEAL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC626852 MY COMMISSION EXP. MAR. 4,2001 Ora B. Sara Notary Public Nora B. Sara Print Name	

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED hereby accepts her designation as registered agent for APOLLO GARDENS RETIREMENT RESIDENCE CARE, INC.

STATE OF FLORIDA

SS:

COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared GRAZYNA

UEBERLAUER, who is personally known to me or who has produced

as identification and who did (did not) take an oath, and

who as Registered Agent executed the foregoing Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official

seal in the State and County aforesaid, this 24th day of March, 1997.

OFFICIAL NOTARY SEAL

NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCC6268282

COMMISSION NO. CCC6268282

NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCC6268282

COMMISSION NO. CCC6268282

Did Notary Public

AUTHORIZATION

The undersigned as president of Apollo Gardens Retirement Residence,

Inc. hereby authorizes a new corporation to be formed:

"APOLLO GARDENS RETIREMENT RESIDENCE CARE, INC."

to use its name.

APOLLO GARDENS RETIREMENT RESIDENCE, INC., a Florida Corporation

Janina Tokarz, President