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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ROBERT M. BRADY, JR.
18935 Pond Cypress Court
Jupiter, FL 33485

97 MAY -2 AM 9:26

(DATE) 4/25/97

RECEIVED
DIVISION OF CORPORATIONS

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314


RE: Incorporation of: **WHISPER WALK ADULT LIVING FACILITY, INC.**

Dear Secretary of State:

Enclosed find **one original** and **one copy** of the Articles of Incorporation for **WHISPER WALK ADULT LIVING FACILITY, INC.** Please return **one copy** to me at the above address for my records.

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which represents the statutory filing fee. Your assistance in establishing this corporation is appreciated.

Sincerely,


ROBERT M. BRADY, JR.
18935 Pond Cypress Court
Jupiter, FL 33485

RP
5/6/97

ARTICLES OF INCORPORATION
OF
WHISPER WALK ADULT LIVING FACILITY, INC.

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ARTICLE ONE

The name of the corporation is **WHISPER WALK ADULT LIVING FACILITY, INC..**

The principal address of the corporation is: 16920 133RD Drive North, Jupiter, Florida 33478.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for Which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) of \$0.01 par value.

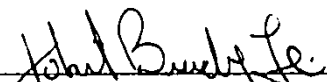
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 16920 133RD Drive North, Jupiter, Florida 33478, and the name of its initial registered agent at such address is **ROBERT M. BRADY, JR.**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


ROBERT M. BRADY, JR.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is **three (3)**, and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Mailing Address

ROBERT M. BRADY JR.

18935 Pond Cypress Court
Jupiter, FL 33485

THOMAS A. STARNES

18935 Pond Cypress Court
Jupiter, FL 33485

BARBARA SHEPHARD STARNES

18935 Pond Cypress Court
Jupiter, FL 33485

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name

Mailing Address

ROBERT M. BRADY JR.

18935 Pond Cypress Court
Jupiter, FL 33485


Incorporator: **ROBERT M. BRADY, JR.**

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.