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TRANSMITTAL LETTER

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

FILED
97 MAY 29 AM 10:02
TALLAHASSEE, FLORIDA

SUBJECT: BEST FRIENDS SKILLED NURSING CARE, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50.

FROM: L. DIANE MIVSHEK
5651 NEW YORK AVENUE
SARASOTA, FLORIDA 34231
TELEPHONE: (941) 927-2378

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Sincerely,

L. Diane Mivshek
L. DIANE MIVSHEK

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JUN 2 1997

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: BEST FRIENDS SKILLED NURSING CARE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporations shall be:
5651 NEW YORK AVENUE
SARASOTA, FLORIDA 34231

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 AT \$1.00 PAR VALUE

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
L. DIANE MIVSHEK
5651 NEW YORK AVENUE
SARASOTA, FLORIDA 34231

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
L. DIANE MIVSHEK
5651 NEW YORK AVENUE
SARASOTA, FLORIDA 34231

The undersigned incorporator has executed these Articles of Incorporation this

22 day of May 19 97

Signature: _____

L. DIANE MIVSHEK

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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: BEST FRIENDS SKILLED NURSING CARE, INC.
2. The name and address of the registered agent and office is:

L. DIANE MIVSHEK
5651 NEW YORK AVENUE
SARASOTA, FLORIDA 34231

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: L. Diane Mivshek

L. DIANE MIVSHEK

Date: 5/22/97

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OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA