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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: CNL HEALTH CARE ADVISORS, INC.

AUDIT NUMBER.....H97000010847

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 3

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ARTICLES OF INCORPORATION
OF
CNL HEALTH CARE ADVISORS, INC.

ARTICLE I - NAME

The name of this corporation is CNL HEALTH CARE ADVISORS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be
400 East South Street, Suite 500, Orlando, Florida 32801.

ARTICLE III - PURPOSE

The purpose of the Corporation shall be to engage in any and all lawful activities permitted
under the Florida Business Corporation Act, as the same now exists and as hereafter amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND
NO/00 DOLLAR (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 400 East South Street,
Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that
address is Robert A. Boume.

This document was prepared by:

LORAN A. JOHNSON, ESQ.

Florida Bar Number: 339350
Lowndes, Drosdick, Dotter, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Robert A. Bourne	400 East South Street, Suite 500 Orlando, Florida 32801
James M. Seneff, Jr.	400 East South Street, Suite 500 Orlando, Florida 32801
Lynn E. Rose	400 East South Street, Suite 500 Orlando, Florida 32801

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Robert A. Bourne	400 East South Street, Suite 500 Orlando, Florida 32801
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ARTICLE VIII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees, and agents, and former directors, officers, employees, and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by them on behalf the Corporation except for willful misconduct or gross negligence. The foregoing indemnification shall not limit further indemnification under the Bylaws of the Corporation or by separate agreement.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 1 day of JULY, 1997.



Robert A. Bourne, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of CNL HEALTH
CARE ADVISORS, INC.



Robert A. Bourne

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