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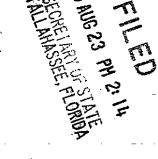
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8/22/00

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

CNL HEALTH CARE CORP.



Pursuant to the provisions of Section 607.1003 and 607.1006 of the Florida Statutes, CNL HEALTH CARE CORP., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby adopts the following Articles of Amendment to its

- The name of the Corporation is CNL HEALTH CARE CORP.
- 2. The original Articles of Incorporation for the Corporation were filed on July 1, 1997, and assigned document number P97000057795.
- 3. By written consent executed on August 21, 2000, the Directors and the sole Shareholder of the Corporation, respectively, the Directors and sole Shareholder have agreed that the Articles of Incorporation be amended to change the name of the Corporation to CNL RETIREMENT CORP. The amendment was approved by the sole Shareholder.
 - Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this Corporation shall be CNL RETIREMENT CORP.

IN WITNESS WHEREOF, the President of the Corporation has executed these Articles of Amendment this 21st day of August, 2000, on behalf of the Corporation.

CNL HEALTH CARE CORP., a Florida corporation

Lynn E. Bose, Secretary