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FILED
97 AUG 25 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 20, 1997

Secretary of State
Corporate Records Bureau
Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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*****70.00 *****70.00

RE: SERENITY ASSISTED LIVING FACILITY, INC.

Gentlemen:

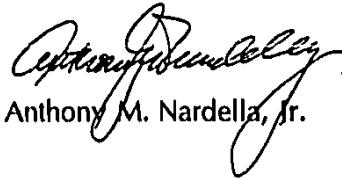
Enclosed please find an original and a copy of the Articles of Incorporation for the above referenced corporation.

Enclosed please also find our check no. 929 made payable to the Secretary of State in the sum of \$70.00 in order to defray your filing fee.

Please return the file stamped copy of the Articles of Incorporation to the undersigned at your earliest convenience.

If you have any questions, please feel free to contact the undersigned.

Very sincerely yours,


Anthony M. Nardella, Jr.

AMN/gr2
secstate.ltr
Enclosures

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AUG 26 1997

ARTICLES OF INCORPORATION
OF
SERENITY ASSISTED LIVING FACILITY, INC.

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is SERENITY ASSISTED LIVING FACILITY, INC.

ARTICLE II

The existence of the corporation shall begin immediately upon filing with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 8544 Park Highland Drive, Orlando, Florida 32818.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares with a par value of \$.01. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 8544 Park Highland Drive, Orlando, Florida 32818. The initial registered agent for the Corporation at that address is Usilta A. Green.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
Usilta A. Green	8544 Park Highland Drive, Orlando, Florida 32818

ARTICLE VII

The name and street address of the person signing these articles of incorporation is

Name

Address

Usilta A. Green

8544 Park Highland Drive, Orlando, Florida 32818

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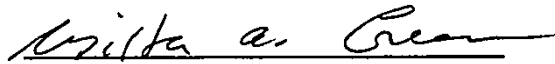
ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

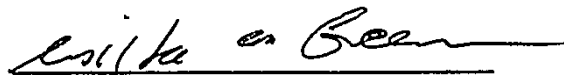
The private property of the shareholders shall not be subject to payment of the Corporation's debts to any extent.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of August, 1997.


Name: Usilta A. Green

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SERENITY ASSISTED LIVING FACILITY, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Usilta A. Green

Date: August 21st, 1997