CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 10, 1997

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: ST. LUCIE WEST ASSISTED LIVING CENTER

Ref. Number: W97000023203

We have received your document for ST. LUCIE WEST ASSISTED LIVING CENTER and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun Document Specialist

Letter Number: 897A00049774

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

OF

97 OCT 14 AM 10: 27

ST. LUCIE WEST ASSISTED LIVING CENTER, INC.

ARTICLE I. CORPORATE NAME AND ADDRESS

The name of this corporation is: ST. LUCIE WEST ASSISTED LIVING CENTER, INC.

The principal office of this corporation is located at: 1225 Soltman Avenue, Fort Pierce, Florida 34950.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is the operation of adult care facilities, nursing care services, and other services in the field of caring for elderly citizens, as permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jane G. Carstensen 1111 South Federal Highway, Suite 330 Stuart, Florida 34994 The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and her street address is:

Shirley M. Taylor 1225 Soltman Avenue Fort Pierce, Florida 34950

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Jane G. Carstensen 1111 South Federal Highway, Suite 330 Stuart, Florida 34994

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 4th day of October, 1997.

Jane G. Carstensen, Incorporator

STATE OF NEW HAMPSHIRE

COUNTY OF GRAFTON

BEFORE ME, a Notary Public, personally appeared Jane G. Carstensen, who [] is personally known to me or who [X] has produced New Hympshire. Drivers License as identification, and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation on the day of October, 1997.

Notary Public, State of Florida Now Hampshire Print Name: KELLEY A MCGRAY

Commission Number:

My Commission Expires: KELLEY A McGRAY

My Commission Expires Jan. 22, 2002

Articles of incorporation 02

ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE DIVISION OF CORPORATION

97 OCT 14 AM 10: 27

That ST. LUCIE WEST ASSISTED LIVING CENTER, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1225 Soltman Avenue, Fort Pierce, Florida 34950, has named Jane G. Carstensen, 1111 South Federal Highway, Suite 330, Stuart, Florida 34994, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Jane G. Carstensen

Articles of Incorporation 02