

P97000097178

Westwood Manor, Inc.  
2339 Hoople Street  
Fort Myers, Florida  
33901

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #) 700002317077--5  
-10/10/97--01026--002  
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3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

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☐ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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97 NOV 14 AM 10:26  
SECRET, POSTAGE  
TALLAHASSEE, FLORIDA

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

W97-23217



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 10, 1997

WESTWOOD MANOR, INC.  
2339 HOOPLE STREET  
FORT MYERS, FL 33901

SUBJECT: WESTWOOD MANOR, INC.  
Ref. Number: W97000023217

We have received your document for WESTWOOD MANOR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 797A00049802

FILED

97 NOV 14 AM 10:26

**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**WESTWOOD MANOR, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporations Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME.** The name of this corporation is **WESTWOOD MANOR, INC.**

**ARTICLE II - DURATION.** This Corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE III - BUSINESS.** This Corporation is organized to operate Assisted Living Facilities and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and, in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK.** The maximum number of shares of stock authorized to be issued by this Corporation is 7500 shares of capital stock at \$1.00 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of

Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

**ARTICLE V - PRE-EMPTIVE RIGHTS.** The stockholders of this Corporation shall be entitled to purchase ratably, according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares but, in either case, only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT.** The street address of the principal office of this Corporation is:

2339 Hoople Drive  
Ft. Myers, FL 33916

The name and address of the Registered Agent of this Corporation is:

Peter Kramer  
2339 Hoople Drive  
Ft. Myers, FL 33916

The Corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town in this state, or any other state or county, as may be approved by its Board of Directors.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS.** This Corporation shall have two (2) Directors initially. The number of Directors to be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Peter Kramer	2339 Hoople Drive Ft. Myers, FL 33916
Jeffrey Slavin	23261 Wendover Drive Cleveland, OH 44122

**ARTICLE VIII - INDEMNIFICATION.** The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE IX - AMENDMENT.** This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X - INCORPORATOR.** The name and address of the person signing these Articles of Incorporation is:

Peter Kramer  
2339 Hoople Drive  
Ft. Myers, FL 33916

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of this 9/26/97 day of September, 1997.

  
PETER KRAMER

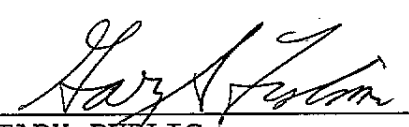
STATE OF OHIO )  
 )  
COUNTY OF CUYAHOGA )

ss.

A F F I D A V I T

BEFORE ME, a Notary Public in and for said state and county, personally appeared **PETER KRAMER**, known to be the person who executed the foregoing Articles of Westwood Manor, Inc., and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Cleveland, Ohio, this 26th day of September, 1997.

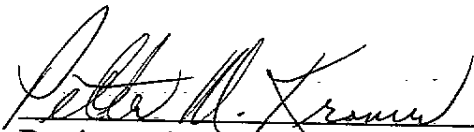
  
NOTARY PUBLIC

GARY S. FISHMAN, Attorney at Law  
NOTARY PUBLIC-STATE OF OHIO  
My Commission Has No Expiration Date  
Sec. 147.03 R.C.

My Commission Expires:  
does not expire

Addendum: Westwood Manor-- articles of incorporation.

I hereby am familiar with and accept the duties and responsibilities of a  
Registered Agent, for Westwood Manor.

  
\_\_\_\_\_  
Registered Agent

November 11, 1997

  
\_\_\_\_\_  
Witness

FILED  
'97 NOV 14 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA