FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

Annual Report

Fictitious Name

Name Reservation

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

002595363--6 07/22/98--01056--013 *****131.25 ****131.25

Examiner's Initials

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

Foreign

Limited Partnership

Reinstatement

Trademark

Other

| 1. (A COUAD) | 120 Retirement | (Document#) | |
|-------------------|--------------------------------|-----------------------|-------------------------------|
| 2. | on Mame) | (Bossinent #) | |
| (Corporation | n Name) | (Document #) | |
| 3. (Corporation | on Name} | (Document #) | 98 |
| 4. (Corporati | on Name) | (Document #) | |
| Walk in Pi | k up time <u>2.00</u> | Certified Copy | 22 |
| Mail out W | Vill wait Photocopy | Certificate of Status | PH 12: 37 OF STATE EF FLORIDS |
| NEW FILINGS | AMENDMENTS | | 25. J |
| Profit | Amendment | | |
| NonProfit | Resignation of R.A., Office | er/Director | |
| Limited Liability | Change of Registered Age | nt | |
| Domestication | Dissolution/Withdrawal | | \mathcal{T} |
| Other | Merger | | SEE J |
| OTHER FILINGS | REGISTRATION/ QUALIFICATION | | - 1 MB/ |

ARTICLES OF INCORPORATION OF

LA COVADONGA RETIREMENT LIVING, INC.



ARTICLE I. NAME

The name of the Corporation shall be:
LA COVADONGA RETIREMENT LIVING, INC.

ARTICLE II. TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation. The Corporation shall be deemed to commence its existence effective with the filing of these Articles with the Secretary of State.

ARTICLE III. PURPOSE

This Corporation is organized for the following purpose: any and all purposes lawful under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is: 999 Washington Avenue, Miami Beach, Florida 33139.

Prepared by: Martin W. Wasserman, Esquire 999 Washington Avenue Miami Beach, Florida 33139 Telephone: (305) 672-3100 Bar No.251143 The name of the initial registered agent of this Corporation at that address is: MARTIN W. WASSERMAN, ESQUIRE, 999 WASHINGTON AVENUE, MIAMI BEACH, FLORIDA 33139.

ARTICLE VI. INCORPORATION

The name and address of the person signing these Articles of Incorporation is: JACK J. MICHEL, 7031 S.W. 62nd AVENUE, SOUTH MIAMI, FLORIDA 33143.

ARTICLE VII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE VIII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Board of Directors of the Corporation. The initial Board of Directors shall consist of three (3) Directors, who are:

JACK J. MICHEL PHILIP ESFORMES JOSE CARDOSO

ARTICLE IX. OFFICERS

The Officers of this corporation are as follows:

JACK J. MICHEL-President PHILIP ESFORMES-Vice President JOSE CARDOSO-Secretary

ARTICLE X. INDEMNIFICATION

. The Corporation shall indemnify all officers or directors or any former officer of director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

This Corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this // day of _______, 1998.

JACK J. MICHEL (Incorporator)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: 999 Washington Avenue, Miami Beach, Florida 33139, has named MARTIN W. WASSERMAN, located at, 999 Washington Avenue, Miami Beach, Florida 33139, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above state INC., at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply the provisions of all statutes relative to the proper performance of my duties.

Martin W. Wasserman

DATE: July 10, 1998