

P99600027134

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

200002817432--2

-03/25/89--01001--002

\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

1. Rainbow Retirement Living, Inc  
(Corporation Name) (Document #)

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

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

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

☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED  
99 MAR 24 PM 3:42  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
99 MAR 24 PM 3:26  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
RAINBOW RETIREMENT LIVING, INC.

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TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the Corporation shall be:  
RAINBOW 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.

The name of the initial registered agent of this Corporation at that address is:

MARTIN W. WASSERMAN  
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, MD, 7031 SW 62 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 one (1) Director, who is:

Jack J. Michel  
Philip Esformes

#### ARTICLE IX. OFFICERS

The Officers of this corporation are as follows:

Jack J. Michel-President  
Philip Esformes-Vice President

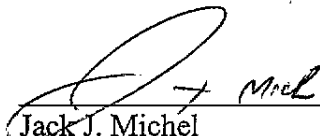
ARTICLE X. INDEMNIFICATION

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 15<sup>th</sup> day of MARCH, 1999.

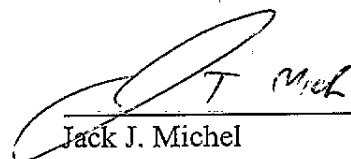
  
\_\_\_\_\_  
Jack J. Michel  
(Incorporator)

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

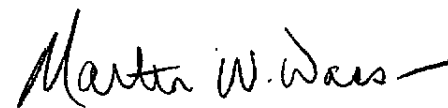
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT RAINBOW RETIREMENT LIVING, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: 7031 SW 62 Avenue, South Miami, Florida, has named MARTIN W. WASSERMAN, located at, 999 Washington Avenue, Miami Beach, Florida 33139, as its agent to accept service of process within Florida.

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TALLAHASSEE FLORIDA

  
Jack J. Michel

Having been named to accept service of process for the above stated corporation., 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: 3/15/99