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33525

CAPITAL CONNECTION, INC.

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

Green Gables Assisted
Living, Inc

800002837628--5
-04/13/99-01018-024
*****78.75 *****78.75

RECEIVED
99 APR 13 AM 10:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: CS

Name _____

Date 4/13

Time 9:52

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

☒ Annual Report / Reinstatement _____

_____ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 13 AM 11:03

APPROVED
AND
FILED

4-13

APPROVED
AND
FILED

99 APR 13 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GREEN GABLES ASSISTED LIVING, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be : Green Gables Assisted Living, Inc. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be that provided below:

a) To apply for, hold, purchase, acquire or otherwise deal in letters patent or copy rights of the United States or other countries, to work, operated or develop the same or to carry on any business, manufacturing or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock or any bonds, securities or other evidences of indebtedness created by any person or corporation of this state or any other state, nation, country or government, and while owner of said stock, may exercise all the rights and privileges of ownership, including the right to vote thereon as natural persons might or could do.

b) To loan money on real estate and personal property.

c) To enter into, make or perform contracts of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and all other negotiable instruments and evidences of indebtedness whether secured by mortgage, bond or otherwise, as well as to secure the same mortgage, bond or otherwise.

d) To do any and all of the things herein set forth and all other things permissible by law to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors, or otherwise, and either alone or in company with others, purchase, hold, and re-issue any of the shares of its capital stock.

e) To act as Trustee for any form of property, claim or right.

f) To perform services and to engage in every aspect and phase of business under the laws of the State of Florida that a Florida corporation is authorized to render.

g) To do each and everything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these Articles of Incorporation, of any amendment thereof, necessary or incidental to the protection and benefit of the Corporation; and, generally, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

h) To act as Assisted Congregate Living Facility (ACLF).

ARTICLE III

The maximum number of shares that the Corporation is authorized to have outstanding at any one time shall be One Thousand (1,000) shares of common stock at a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which the corporation will begin business shall be \$1,000.00.

ARTICLE V

The principal office of this corporation will be 4600 12th Lane, Vero Beach, Florida 32966.

ARTICLE VI

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

Name: Michael Schlitt

Address : 4600 12th Lane
Vero Beach, Florida 32966

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

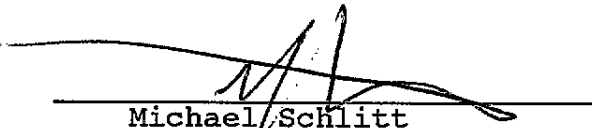
ARTICLE VII

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First. That Green Gables Assisted Living, Inc., desiring to organize under the laws of the State of Florida, with its registered office indicated in the Articles of Incorporation, at 4600 12th Lane, Vero Beach, Florida 32966, County of Indian River, State of Florida, has named Michael Schlitt, as its agent to accept service of process within this state.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office:



Michael Schlitt
Resident Agent

ARTICLE VIII

The name and address of the subscribers to the Articles of Incorporation and the amount of stock they agree to take are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Randall L. Rubin	11900 Biscayne Blvd. Suite 502 North Miami, Fl 33181	300
Michael Schlitt	4600 12th Lane Vero Beach, Florida 32966	700

The 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 Stockholder's Meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

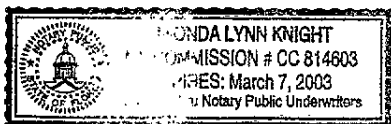
8th IN WITNESS WHEREOF, I have hereunto set my hand and seal this April day of April, 1999.

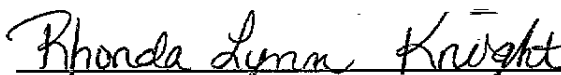

Michael Schlitt
PRESIDENT

State of Florida
County of Indian River

THE FOREGOING INSTRUMENT was acknowledged before me this 8th day of April, 1999, by Michael Schlitt, as the Incorporator/President of GREEN GABLES ASSISTED LIVING, INC., who is personally known to me or who has produced Florida Drivers License as identification and who did/did not take an oath.

WITNESS my hand and official seal in the County and State named above, this 8th day of April, 1999.




SIGNATURE OF ACKNOWLEDGER

Rhonda Lynn Knight

Typed Name of Acknowledger

Sales Assistant
Title

CC814603
Serial Number

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

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

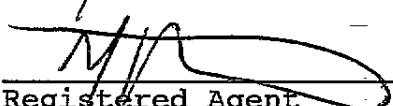
First that GREEN GABLES ASSISTED LIVING, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at City of
Vero Beach, County of Indian River, has named Michael Schlitt,
located at 4600 12th Lane, Vero Beach, Florida 32966, County of
Indian River, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.



Michael Schlitt



Registered Agent
Michael Schlitt

99 APR 13 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED