

Mark S. Matthews

Attorney at Law

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Of Counsel

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September 27, 1999

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*****78.75 *****78.75

Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of *Annie Ruth's Assisted Living Facility, Inc.*

Dear Sir or Madam:

Enclosed please find Articles of Incorporation of *Annie Ruth's Assisted Living Facility, Inc.* to be filed with the State of Florida for the purpose of forming a for profit corporation.

Enclosed is our firm check in the amount of \$78.75, which represents the filing fee for above referenced corporation.

If you have any questions or comments, please call my office.

Very truly yours,



Mark S. Matthews

MSM/vm
Enclosures (as stated)

FILED
99 OCT 29 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-1
WCC

ARTICLES OF INCORPORATION
OF
ANNIE RUTH'S ASSISTED LIVING FACILITY, INC.

FILED
99 OCT 29 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE I.

The name of this corporation shall be:

Annie Ruth's Assisted Living Facility, Inc.
3632 S.W. Hale Street
Port St. Lucie, FL 34953

ARTICLE II.

The general nature of the business to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 1000 shares of common stock of a value of \$1.00 per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be \$100.00.

ARTICLE V.

The street address of the initial registered office shall be 3632 S.W. Hale Street, Port St. Lucie, Florida and the name of the corporation's registered agent at such address shall be Annie Ruth White. The Board of Directors shall have the power to establish offices and the places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address 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, and also who are the subscribers of these Articles are as follows:

Annie Ruth White, President
3632 S.W. Hale Street
Port St. Lucie, Florida 34953

Marie O. Celestin, Vice President/Secretary/Treasurer
3632 S.W. Hale Street
Port St. Lucie, Florida 34953

ARTICLE VIII.

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The

Board of Directors meeting shall be held in the offices of the corporation at Stuart, Florida, on the 26th day of October, 1999, at 10:00 a.m., for the purposes of completing the organization of the corporation and adopting By-laws and transacting all business which may come before the meeting. Until the officers elected at the first annual meeting shall be qualified, the following named persons shall be officers of the corporation:

Annie Ruth White
Marie O. Celestin
Marie O. Celestin
Marie O. Celestin


President
Vice President
Secretary
Treasurer


ANNIE RUTH WHITE, President


MARIE O. CELESTIN, Vice President

STATE OF FLORIDA
COUNTY OF MARTIN

26th The foregoing Articles of Incorporation were sworn to and acknowledged before me this day of October, 1999, by ANNIE RUTH WHITE, who is personally known to me or has produced _____ as identification.


Notary Public

My Commission Expires

STATE OF FLORIDA
COUNTY OF MARTIN

OFFICIAL NOTARY SEAL
MARK STEWART MATTHEWS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC798256
MY COMMISSION EXP. JAN. 15, 2003

The foregoing Articles of Incorporation were sworn to and acknowledged before me this _____ day of October, 1999, by MARIE O. CELESTIN, who is personally known to me or has produced _____ as identification.


Notary Public

My Commission Expires:

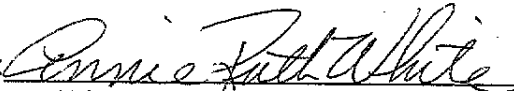
OFFICIAL NOTARY SEAL
MARK STEWART MATTHEWS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC798256
MY COMMISSION EXP. JAN. 15, 2003

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

First -- that *Annie Ruth's Assisted Living Facility, Inc.*, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, County of Martin, State of Florida, has named Annie Ruth White, located at 3632 S.W. Hale Street, Port St. Lucie, Florida, County of St. Lucie, State of Florida, 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 provision of said Act relative to keeping open said office.

By: 
ANNIE RUTH WHITE
Registered Agent

FILED
99 OCT 29 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA