

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

TOTAL CHOICE SENIOR LIVING, INC.

APR 12 PM 2:07

STATE OF IDAHO

- I. **Name of Corporation:** The name of the corporation is Total Choice Senior Living, INC.
- II. **Period of Duration:** The period of duration is perpetual.
- III. **Corporation Purposes:** The purpose of the corporation is to transact the business of all lawful activity which a corporation may conduct under the laws of the State of Idaho.
- IV. **Authorized Shares:** The corporation shall have authority to issue 1,000,000 shares of common stock, all of which shall be of non par value.
- V. **Registered Agent and Address:** The address of the corporation's initial registered office is 125 E. Stonewater Ct., Eagle, ID 83616. The name of its official registered agent at such address is Elaine Tafoya.
- VI. **Initial Incorporator:** The name and address of the initial incorporator is: Elaine Tafoya, 125 E Stonewater Ct., Eagle, ID 83616.
- VII. **Address for Notices:** The address where notices may be mailed in Attn., Elaine Tafoya, 125 E Stonewater Ct., Eagle, ID 83616.
- VIII. **Liability of Directors and Officers:** There personal liability of a director or officer to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer is hereby eliminated and no director or officer shall have personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer, except that the personal liability of a director or officer to the corporation or its stockholders for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders for acts of omissions not in good faith or which involve intentional misconduct or a knowing violation of law shall not be eliminated and the personal liability of a director or officer to the corporation or its stockholders for the liability imposed by the Idaho Code shall not be eliminated and there personal liability of a director or officer to the corporation or its stockholders for any transaction from which the director or officer derived a legally improper personal benefit shall not be eliminated.

Dated this 12 day of March, 2003.

*Elaine Tafoya*  
ELAINE TAFOYA - INCORPORATOR

CLERK OF THE SECRETARY OF STATE  
APR 12 2003 05:00  
Telephone: (208) 939-3151 CK: 1928 CT: 168188 BH: 668042  
1 @ 100.00 = 100.00 CORP # 2

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