

Prepared By: Beverly R. Mitchell
Mail To: Beverly R. Mitchell, P.O. Box 24203, W.S., N.C. 27114
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J&F PARTNERS
CERTIFICATE OF GENERAL PARTNERSHIP AND ASSUMED NAME

The undersigned, desiring to form a general partnership and to comply with North Carolina General Statutes, Sec. 66-68, do hereby swear and certify:

1. FORMATION OF GENERAL PARTNERSHIP. The parties hereto hereby enter into and form as of this date a general partnership (The "Partnership") under the Uniform Partnership Act of North Carolina.

2. PURPOSE. The purpose of the Partnership shall be to operate a home or homes for the aged and infirmed and others in need of long-term care facilities and such other purposes as the partners shall decide.

3. NAME OF PARTNERSHIP. The business and affairs of the Partnership shall be conducted under the name of J&F Partners.

4. PRINCIPAL PLACE OF BUSINESS. The principal office and place of business of the Partnership shall be maintained in Winston-Salem, North Carolina with a mailing address of Route 2, Box 218, Elon College, North Carolina 27244

5. NAMES AND ADDRESSES OF PARTNERS. The name and address of each Partner is as follows:

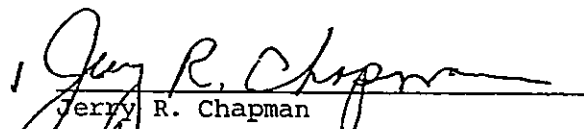

Jerry R. Chapman

P.O. Box 1246
Yadkinville, N.C. 27055

Faiger Blackwell

Route 2, Box 218
Elon College, N.C. 27244

IN WITNESS WHEREOF, we have hereunto set our hands and seals this the 29th day of June, 1989.

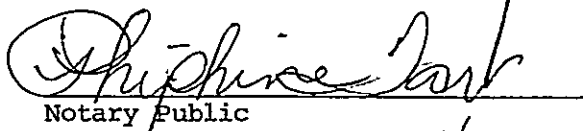

Jerry R. Chapman

Faiger Blackwell

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STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Phiphine Tart, a Notary Public of Forsyth County, North Carolina
certify that JERRY R. CHAPMAN AND FAIGER BLACKWELL personally appeared
before me this day and acknowledged the execution of the foregoing
document. Witness my hand and notarial seal or stamp
this the 29th day of June, 1989.


Notary Public

My Commission Expires: Nov. 24, 1991

Notary Public
Forsyth County, NC
PHIPHINE TART
My Commission Expires 11/24/91

PRESENTED FOR
REGISTRATION
AND RECORDED

JUN 29 4 35 PM '89

L.E. PEAS
REGISTER OF DEEDS
FORSYTH COUNTY, NC

J.B. \$7.00 *o.d.*

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