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john.dart@arlaw.com

September 21, 2010

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: The Institute for the Ages, Inc.

Dear Sir or Madam:

Enclosed for filing please find Articles of Incorporation and Certificate of Designation of Registered Agent for The Institute for the Ages, Inc. We are also enclosing our check in the amount of $78.75 to cover the filing fee for these Articles and a certified copy. Please return the certified copy to me at the address shown below. If you have any questions or need anything additional, please let me know.

Sincerely,

John M. Dart

JMD/jlb
Enclosures

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ARTICLES OF INCORPORATION
OF
THE INSTITUTE FOR THE AGES, INC.

The undersigned, for the purpose of forming a corporation not for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME AND ADDRESS

The name of the corporation is THE INSTITUTE FOR THE AGES, INC. The street address of the corporation is 1226 N. Tamiami Trail, Suite 202, Sarasota, Florida 34236.

ARTICLE II

PURPOSE

(a) This corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code"), or any statute of similar import. Its purpose shall be to conduct research, develop data, and activate ideas that prepare our community and the nation for the opportunities and challenges associated with aging populations. To accomplish its purpose the corporation shall convene representatives of communities, government, research organizations, companies and others to (i) identify and advance policy, product and service innovations; (ii) assemble and facilitate working groups focused on solving issues; (iii) test the products, services, programs and policies utilizing the unique demographic available to the corporation.

(b) Notwithstanding any other provisions of these Articles of Incorporation, no part of the net earnings of this corporation shall inure to the benefit of any director, officer, employee or member of this corporation or any private individual and no director, officer, employee or member of

this corporation or any flat individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of this corporation.

(c) Notwithstanding any other provisions of these Articles of Incorporation, no substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation and this corporation shall not participate in, or intervene in (inducing the publishing or distributing of statements) any political campaigns on behalf of (or in opposition to) any candidate for public office.

(d) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code, or any statute of similar import, or regulations issues thereunder from time to time or by an organization to which contributions are deductible under Section 170(c)(2) of the Code, or any statute of similar import or regulations issued thereunder from time to time.

(e) Upon dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to one or more charitable, religious, scientific, literary or educational organizations that would then qualify as an exempt organization under Section 501(c)(3) of the Code, or any statute of similar import or regulations issued thereunder from time to time and no director, officer, or member or any private individual shall be entitled to share in the distribution of any of the assets.

ARTICLE III

ELECTION OF DIRECTORS

The initial directors of the Corporation shall be:

John M. Dart
1515 Ringling Boulevard, Suite 700
Sarasota, FL 34236

Roxanne Joffe
1900 Main Street, Suite 301
Sarasota, FL 34236

Charles J. Fishman
143 Miami Avenue East
Venice, FL 34285

Robert J. Lane
1990 Main Street, Suite 801
Sarasota, FL 34236

Nancy K. Schlossberg
340 S. Palm Avenue, #53
Sarasota, FL 34236

Commencing with the first annual meeting of the Corporation the directors shall be elected as provided in the Bylaws of the Corporation.

ARTICLE IV

EXISTENCE OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE V

AMENDMENT

These Articles may be amended by resolution adopted by the majority vote of the Board of Directors of this corporation present at any meeting duly called and convened; provided, however, that unless ten days' advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each Director prior to such meeting, or such notice shall have

been waived in writing, these Articles may be amended only by resolution adopted by two-thirds vote of the Directors present at such meeting.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1226 N. Tamiami Trail, Suite 202, Sarasota, Florida 34236, and the name of the initial registered agent of the corporation at that address is Timothy Dutton.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles as incorporator is:

Name	Address
Timothy Dutton	1226 N. Tamiami Trail, Suite 202 Sarasota, Florida 34236

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Sarasota, Florida, this 20 day of September, 2010.

Timothy Dutton

Timothy Dutton

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of September, 2010, by Timothy Dutton who is personally known to me or who produced _____ as identification.

Maureen Hadden
Signature of Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
Maureen Hadden
Commission #DD870522
Expires: APR. 04, 2013
BONDED THRU ATLANTIC BONDING CO., INC.

My Commission Expires: 4/4/13

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: THE INSTITUTE FOR THE AGES, INC.

2. The name and address of the registered agent and office is:

Timothy Dutton
1226 N. Tamiami Trail, Suite 202
Sarasota, Florida 34236

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Timothy Dutton
TIMOTHY DUTTON

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