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SUB-ACCOUNT NUMBER: METHOD OF DELIVERY: M FAX PHONE NUMBER: (904)385-6761
MAILING NAME/ADDRESS: FILINGS, INC. 3732 NW 16TH ST FT LAUDERDALE
FL 33311- US

CERTIFICATE(S) REQUESTED: NO ESTIMATED CHARGES: \$122.50

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ELECTRONIC FILING COVER SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF STATE 3732 NW 16TH ST STATE OF FLORIDA 405 EAST GAINES STREET FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399
CONTACT: TERESA ROMAN FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761 ((H95000008026)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: GRACEFUL AGE, INC. FAX AUDIT NUMBER: H95000008026 CURRENT STATUS: REQUESTED DATE REQUESTED: 07/20/1995
TIME REQUESTED: 13:38:03 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. ((H95000008026)) ** ENTER 'M' FOR MENU. **

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

GRACEFUL AGE, INC.

THE UNDERSIGNED acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is GRACEFUL AGE, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under the laws of the state of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value Common Stock.

HENRY B CARPENTER
5461 N. FEDERAL HWY
FT WORTH, FL 33301
306 778-3000
BANK # 350060
1195000008026

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ARTICLE V

PRINCIPAL PLACE OF BUSINESS, MAILING ADDRESS,
INITIAL REGISTERED OFFICE AND AGENT

The principal place of business and mailing street address of the initial registered office of the Corporation is 417 Westwood Road, West Palm Beach, FL 33401 and the name of the initial Registered Agent of the Corporation at that address is Suzanne Ross.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Suzanne B. Ross
417 Westwood Road
West Palm Beach, FL 33401

James N. Brown
417 Westwood Road
West Palm Beach, FL 33401

ARTICLE VII

INCORPORATOR

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

Suzanne B. Ross
417 Westwood Road
West Palm Beach, FL 33401

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ARTICLE VIII

AMENDMENT

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18 day of July, 1995.

Suzanne B. Ross
Suzanne B. Ross

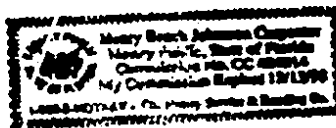
STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgements, personally appeared Suzanne B. Ross, who presented a driver license as photo identification, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purpose expressed.

WITNESS my hand and official seal in the county and state aforesaid this 18th day of July, 1995.

M. J. [Signature]
Notary Public

My commission expires:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of GRACEFUL AGR, INC. named in the foregoing Articles of Incorporation.

Date: July 18, 1995


By: Suzanne B. Rose

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TALLAHASSEE, FLORIDA

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