

F97000006644



3

ACCOUNT NO. : 072100000032

REFERENCE : 932604 4332313

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
00 DEC 18 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 14, 2000

ORDER TIME : 9:54 AM

ORDER NO. : 932604-015

CUSTOMER NO: 4332313

CUSTOMER: Shaun S. Fleming, Legal Asst
Buchanan Ingersoll, P.c.
One Oxford Centre, 20th Flr.
301 Grant Street
Pittsburgh, PA 15219-1410

000003503430--S

FOREIGN FILINGS

NAME: SENIOR FLEXONICS INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

RECEIVED
00 DEC 18 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

N.C.
G. COULLETTE DEC 18 2000

(Pursuant to s. 607.1504, F.S.)

(1-3 MUST BE COMPLETED)

Name of corporation as it appears on the records of the Department of State.

Incorporated under laws of

(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

its jurisdiction of incorporation? October 12, 2000

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Signature _____

Date _____

Typed or printed name

Title

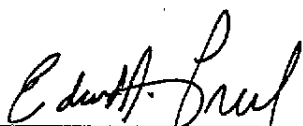
FILED
00 DEC 18 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SENIOR FLEXONICS
INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO
"SENIOR OPERATIONS INC.", THE TWELFTH DAY OF OCTOBER, A.D. 2000,
AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2290124 8320

AUTHENTICATION: 0856841

001629012

DATE: 12-15-00

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SENIOR OPERATIONS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2290124 8300

-- AUTHENTICATION: 0856842

001629012

DATE: 12-15-00