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From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC  
Account Number : 075350000353  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**FLORIDA RESOURCE CENTER FOR SENIORS AND THEIR FAMILI**

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ARTICLES OF INCORPORATION  
OF**FLORIDA RESOURCE CENTER FOR SENIORS AND THEIR FAMILIES, INC.**

Pursuant to Section 617.0202, Florida Statutes

## ARTICLE I

The name of the corporation is:

**FLORIDA RESOURCE CENTER FOR SENIORS AND THEIR FAMILIES, INC.****10206 Noceto Way, Boynton Beach, Florida 33437**

## ARTICLE II

The address of the principal office of the corporation is:

## ARTICLE III

The purpose of the corporation is as follows:

*Providing services to seniors and their families including without limitation referrals to resources and services for housing, medical, dental, social, psychological, financial, transportation, long term care, home health and other issues.*

The provision for qualification of members and the manner of their admission will be provided for in the by-laws.

## ARTICLE IV

The initial board of directors shall consist of three (3) members. The names and addresses of the directors are as follows:

**Edith Ginsberg****10206 Noceto Way****Boynton Beach, Florida 33437****Ann Litt****7056 Falls Road East****Boynton Beach, Florida 33437**

**BlumbergExcelsior Corporate Services, Inc.**  
**62 White Street, NYC 10013**  
**(212) 431-5000**

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**Jat Litt**  
**7056 Fall Road East**  
**Boynton Beach, Florida 33437**

### ARTICLE V

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h)), or participating in, or intervening

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in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to another organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for public purposes, subject to an order of a Justice of the Supreme Court.

In any taxable year in which the corporation is a private foundation as described in section 509(a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under section 4942 of the Code and the corporation shall not (a) engage in any act of self-dealing as defined in section 4941(d) of the Code (b) retain any excess business holdings as defined in section 4943(c) of the Code (c) make any investments in such manner as to subject the corporation to tax under section 4944 of the Code or (d) make any taxable expenditures as defined in section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

BlumbergExcelsior Corporate Services, Inc.  
62 White Street  
New York, New York 10013  
(212) 431-5000

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## ARTICLE VI

The method of election of directors shall be stated in the by-laws.

## ARTICLE VII

The name and street address of the incorporator is as follows:

**Jean M. Sherett**  
*c/o BlumbergExcelsior Corporate Services, Inc.*  
62 White Street  
New York, New York 10013

The undersigned incorporator has executed these Articles of Incorporation this 4th day of *January, 2006*.

  
**Jean M. Sherett**

**BlumbergExcelsior Corporate Services, Inc.**  
62 White Street, New York, New York 10013  
(212) 431-5000

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**DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 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.

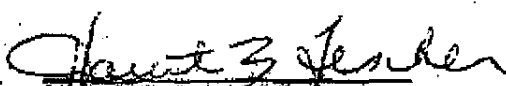
1. The name of the corporation is:

**FLORIDA RESOURCE CENTER FOR SENIORS AND THEIR FAMILIES, INC.**

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

**Harriet E. Fischer, Esq.  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431**

I, the undersigned 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.

  
BY: **Harriet E. Fischer**  
Its Agent

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