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OFFICE OF CORPORATIONS
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10 JUN 30 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 431427 7132640

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 29, 2010

ORDER TIME : 10:09 AM

ORDER NO. : 431427-005

CUSTOMER NO: 7132640

DOMESTIC FILING

NAME: SOLUTIONS FOR ADMINISTRATIVE
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: _____

Handwritten initials: JRP

SOLUTIONS FOR ADMINISTRATIVE SERVICES, LLC
445 31ST ST STREET NORTH
ST. PETERSBURG, FLORIDA 33713

June 29, 2010

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

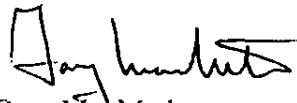
Re: Solutions for Administrative Services, Inc.

Dear Sir or Madam:

Solutions for Administrative Services, LLC (the "LLC") hereby consents to the filing of the Articles of Incorporation of Solutions for Administrative Services, Inc. (the "Not for Profit Corporation") by the Florida Department of State ("DOS").

Immediately after the Articles of Incorporation of the Not for Profit Corporation have been filed, the LLC will be merged into the Not for Profit Corporation by the filing of Articles of Merger with the DOS.

Very truly yours,



Gary MacMath
President and Administrative Manager

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

10 JUN 30 AM 11:06

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOLUTIONS FOR ADMINISTRATIVE SERVICES, INC.

A Florida Not For Profit Corporation

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be Solutions for Administrative Services, Inc. (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be as follows:

445 31st Street North
St. Petersburg, FL 33713

ARTICLE III

PURPOSES AND POWERS

Section 3.1 The Corporation shall be organized and operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Code"). The Corporation shall have no power to act in a manner that is not exclusively within the contemplation of Section 501(c)(3) of the Code, and the Corporation shall not engage directly or indirectly in any activity that would prevent it from qualifying, and continue to qualify, as a Corporation described in Section 501(c)(3) of the Code. This Corporation shall not discriminate on the basis of, and shall operate without regard to, race, creed, color, gender, age or national origin. Without limiting the generality of the foregoing, the Corporation's specific purposes shall include acting as an administrative services organization providing management and other supportive services that promote, support and benefit organizations qualifying under Section 501(c)(3) of the Code, including without

limitation, the Corporation's initial two Members, Boley Centers, Inc. and Operation Par, Inc., both Florida not for profit corporations.

Section 3.2 Without limiting the generality of the foregoing, the Corporation shall be operated consistent with the following:

(a) The Corporation will not be operated for pecuniary gain or profit, incidental or otherwise, of any private individual. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private individuals, except to the extent permitted by Florida statutes and except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth herein.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office in violation of any provisions applicable to the corporations exempt from taxation under Section 501(a) as organizations described in Section 501(c)(3) of the Code and the regulations promulgated thereunder as they now exist or as they may be hereafter amended.

(c) Notwithstanding any other provisions of this Certificate of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3.3 In order to carry out its purposes, the Corporation shall have all the powers set out in the Florida Not For Profit Corporation Act, as now in effect or as subsequently amended (the "Act"), except as may be limited by these Articles of Incorporation and Bylaws of the Corporation.

ARTICLE IV

MEMBERS

These shall be two Members of the Corporation, Boley Centers, Inc. and Operation Par, Inc., both Florida not for profit corporations. Additional qualifying organizations may become Members of the Corporation, but only upon the unanimous approval of the Members. The qualifications and rights of Members shall be set forth in the Bylaws, provided however, that only organizations that qualify as tax-exempt organizations under Section 501(c)(3) of the Code shall be eligible to be Members of the Corporation.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The manner in which the directors are elected or appointed shall be as set forth in the Bylaws of the Corporation. The number of Directors of the Corporation shall never be less than three (3) in number and the initial Directors of the Corporation shall be as follows:

Gary MacMath
445 31st Street North
St. Petersburg, FL 33713

Miriam Williams
445 31st Street North
St. Petersburg, FL 33713

Nancy Hamilton
6655 66th Street North
Pinellas Park, FL 33781

Rutland Bussey
445 31st Street North
St. Petersburg, FL 33713

Dianne Clark
6655 66th Street North
Pinellas Park, FL 33781

Joseph Saunders
6655 66th Street North
Pinellas Park, FL 33781

ARTICLE VI

OFFICERS

The business and affairs of the Corporation shall be managed by a President, Secretary and Treasurer and such other officers as may from time to time be appointed from time to time in accordance with the Corporation's Bylaws.

ARTICLE VII

REGISTERED AGENT

The name and Florida street address of the registered agent is:

Dale S. Webber, Esquire
Buchanan Ingersoll & Rooney PC
401 E. Jackson Street, Suite 2500
Tampa, FL 33602

ARTICLE VIII

INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation shall be:

Boley Centers, Inc.
c/o Gary MacMath
445 31st Street North
St. Petersburg, FL 33713

Operation Par, Inc.
c/o Nancy Hamilton
6655 66th Street North
Pinellas Park, FL 33781

ARTICLE IX

DISSOLUTION AND DISTRIBUTION OF ASSETS

Subject to any approvals described in the Articles of Incorporation or Bylaws of the Corporation, upon the dissolution and final liquidation of the Corporation and after the payment and discharge of all liabilities and obligations and compliance with all other legal requirements, the net assets of the Corporation shall be distributed pursuant to a plan of distribution of assets approved by the Board of Directors to the Members, provided that each Member then qualifies as an organization described by Section 501(c)(3) of the Code (or the corresponding provisions of any future federal tax code) to be used for one or more qualifying charitable purposes. Any distributions not so made, shall be made pursuant to a plan of distribution approved by the Board of Directors to one or more corporations, trusts, funds, or other organizations which at the time are organizations described in Section 501(c)(3) of the Code and have purposes closely aligned with those of the Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located. No private individual shall share in the distribution of any Corporation assets upon dissolution of the Corporation.

ARTICLE X

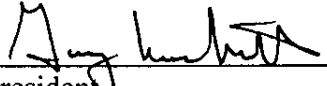
AMENDMENTS

These Articles of Incorporation and the Bylaws of the Corporation shall be amended only by action taken by the Members in accordance with the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 27th day of June, 2010.

Incorporator:

Boley Centers, Inc.

By: 
President

Incorporator:

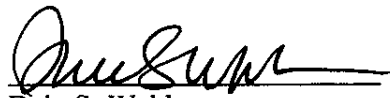
Operations PAR, Inc.

By: 
President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated in the Articles of Incorporation as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 24th day of June, 2010.


Dale S. Webber
Registered Agent

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AND
FILED
10 JUN 30 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA