

PO10000013829

JOHN L. MAYNARD, SR.

602 HILLCREST STREET
ORLANDO, FL 32803-4624

FACSIMILE TRANSMISSION
(407) 245-7667

TELEPHONE
(407) 245-1200

February 2, 2001

Department of State
Corporations Division
State of Florida
Post Office Box 6327
Tallahassee, FL 32314

Re: SENIOR ASSET GROWTH AND ENHANCEMENT COMPANY

Dear Department of State:

500003633535--9
-02/05/01--01115--009
*****78.50 *****78.50

Enclosed please find original and one (1) copy of Articles of Incorporation covering the above referenced corporation. Also enclosed is our check in the amount of \$~~122.50~~ to cover the following costs:

78.50 *fy*

| | |
|------------------------|-----------------|
| Filing fee | \$ 35.00 |
| Certified Copy/Charter | 8.75 |
| Resident Agent Fee | <u>35.00</u> |
| Total | <u>\$ 78.50</u> |

Please return certified copy of the Charter to this office at the above post office address.

Thank you for your assistance in this matter.

Very truly yours,

[Signature]
John L. Maynard

JLM/hsw
Enclosures as indicated

FILED
01 FEB -5 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb 2/7

(5)

ARTICLES OF INCORPORATION

OF

SENIOR ASSET GROWTH AND ENHANCEMENT COMPANY

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation of **SENIOR ASSET GROWTH AND ENHANCEMENT COMPANY**.

ARTICLE I

(NAME)

The name of this corporation is **SENIOR ASSET GROWTH AND ENHANCEMENT COMPANY**.

ARTICLE II

(DURATION)

The period of its duration is perpetual.

ARTICLE III

(PURPOSE)

The purpose of this corporation is to engage in activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV

(CAPITAL STOCK)

The corporation is authorized to issue Six thousand (6,000) shares of common stock at \$1.00 per share.

FILED
01 FEB -5 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

(INITIAL REGISTERED OFFICE AND AGENT)

The name and address of the initial registered agent and office of this corporation is as follows:

JOHN L. MAYNARD, SR.
602 Hillcrest Street
Orlando, Florida 32803-4624

The mailing address of the corporation is the same.

ARTICLE VI

(INITIAL BOARD OF DIRECTORS)

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by laws of the corporation in the manner provided by law.

The names and addresses of the initial directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| J. D. Becher | 602 Hillcrest Street Orlando, FL 32803-4624 |
| J. L. Maynard, Sr. | 602 Hillcrest Street Orlando, FL 32803-4624 |

ARTICLE VII

(AMENDMENT OF ARTICLES)

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VIII

(ASSIGNMENT OF STOCK)

No shareholder of this corporation may assign or sell shares in contravention of any provisions in the by-laws or shareholders agreement of the corporation.

ARTICLE IX

(INDEMNIFICATION)

This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for in the by laws of this corporation and pursuant to Section 607.014, Florida Statutes, as amended.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of October, 2000.

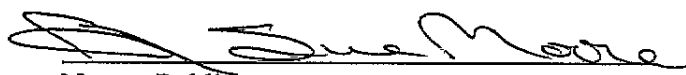


JOHN L. MAYNARD, SR., Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30th day of October, 2000, by JOHN L. MAYNARD, SR., who is personally known to me, and who acknowledged before me that he executed such instrument.

 B. SUE MOORE
COMMISSION # CC 672642
EXPIRES AUG 17, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public

ACCEPTANCE OF SERVICE BY REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that **SENIOR ASSET GROWTH AND ENHANCEMENT COMPANY** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Orlando, County of Orange, State of Florida, has named **JOHN L. MAYNARD**, located at 602 Hillcrest Street, Orlando, Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this Acceptance, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation to act as and in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JOHN L. MAYNARD
Registered Agent

FILED
01 FEB -5 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA