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DEC 22 PM 5: 24

PROZER PLACE, INC. 2410 East Harley Street Inverness, Florida, 34453 352-637-0079

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

December 18, 2003

Gentlemen:

Enclosed please find the Articles of Incorporation for Prozer Place, Inc. along with a check of \$ 78.50 for Filing Fee and Certificate and register Agent Designation.

From:

Prozer Place, Inc.

2410 East Harley Street 3
Inverness, Florida 344528

(352) 637-0079

Registered Agent:

Ralph H. Blanchette

484 West Hillwood Path

Beverly Hills, Florida 34465

(352) 746-1706

ARTICLES OF INCORPORATION

FILED

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation: SEC

O3 DEC 22 PM 5: 25 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FIRST

The name of the Corporation is: Prozer Place, Inc.

SECOND

The Principal Office of the Corporation is: 2410 East Harley Street, Inverness, Fl. 34453

THIRD

The purpose of the corporation is: Elder Care

FOURTH

The aggregate number of authorized shares is: 300 Shares @ \$1.00

FIFTH

The number of directors constituting the initial board of directors of the corporation is Two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Michael Prozer

1240 East Harley Street, Inverness, Florida 34453

Barbara Prozer

1240 East Harley Street, Inverness, Florida 34453

SIXTH

The name and address of the initial registered office of the corporation is: Ralph H. Blanchette

484 W. Hillwood Path, Beverly Hills, Fl. 34465

SEVENTH

The name and address of the Incorporators is:

Michael Prozer 1240 East Harley Street, Inverness, Fl. 34453

Barbara Prozer 1240 East Harley Street, Inverness, Fl. 34453

EIGHTH

Provisions for regulating the internal affairs of the Corporation are: Board of Directors
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Michel Regn	12/18/03
Signature/Registered Agent	Date:
Barbara Prozer	12/18/03
Signature/Incorporator	Date:
	_
Signature/Incorporator	Date:

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

Gentlemen:

The name and address of the Registered agent for: Realty Management Associates, Inc. is:

Ralph H. Blanchette 484 West Hillwood Path Beverly Hills, Florida 34465 1-352-746-1706 Office 1-352-746-2261 Fax #

I hereby accept the appointment as registered agent for Prozer Place, Inc. and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Ralph H. Blanchette Registered Agent