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# ATTORNEY AT LAW ROBERT E. WIGGINS

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January 29, 2013

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314-6327

RE: Senior Care Marketers, Inc.
Articles of Incorporation

Dear Sirs:

Enclosed please find the original Senior Care Marketers, Inc. Articles of Incorporation. Also enclosed is check # 3766 the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee. Please return any correspondence to the address shown above.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,

ROBERT E. WIGGINS

REW.atm Enclosures

FILED
13 JAN 31 PH 12: 19

SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

**OF** 

# SENIOR CARE MARKETERS, INC.

# **ARTICLE I**

#### NAME

The name of this corporation is SENIOR CARE MARKETERS, INC.

#### ARTICLE II

# PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and mailing address is:

1275 66th Street North #47308 St. Petersburg, Florida 33710

#### ARTICLE III

#### **TERM**

The term of existence of this corporation is perpetual.

#### ARTICLE IV

### **PURPOSE**

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under Florida Statutes.

#### ARTICLE V

#### **CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

#### **ARTICLE VI**

#### **DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation, who shall serve until his successor is elected and has qualified or until removed is as follows:

NAME ADDRESS

GEORGE KARAKATSANIS

1275 66th Street North #47308 St. Petersburg, Florida 33710

#### ARTICLE VII

#### **OFFICERS**

The officers designated by the Bylaws shall administer the affairs of this corporation. The Board of Directors, at its first meeting following the annual meeting of the shareholders shall elect the officers, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until the Board of Directors designates their successors, are as follows:

**OFFICE** 

NAME AND ADDRESS

President Secretary Treasurer George Karakatsanis 1275 66<sup>th</sup> Street North #47308 St. Petersburg, Florida 33710

#### ARTICLE VIII

#### REGISTERED OFFICE AND AGENT

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

Registered Agent:

Office of Agent:

GEORGE KARAKATSANIS

1275 66th Street North #47308 St. Petersburg, Florida 33710

#### ARTICLE IX

# **INDEMNIFICATION**

Every Director and every officer of this corporation serving this corporation at its request, shall be indemnified by this corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he may become involved by reason of his or her being of having been a Director or officer of this corporation, or by reason of his or her serving or having served this corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided

that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

#### ARTICLE X

#### **BYLAWS**

The first Bylaws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

#### ARTICLE XI

#### **AMENDMENTS**

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

FILED

13 JAN 31 PM 12: 19

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE XII

SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

**NAME** 

**ADDRESS** 

GEORGE KARAKATSANIS

1275 66th Street North #47308 St. Petersburg, Florida 33710

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 25th day of January 2013.

Begge Kanakatsanis

# CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, GEORGE KARAKATSANIS, as Registered Agent for SENIOR CARE MARKETERS, INC. do hereby agree to accept Service of Process on behalf of the corporation, to keep my office located at 1275 66th Street North, #47308, St. Petersburg, Florida 33710 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: January 25, 2013.

GEORGE KARAKATSANIS

Registered Agent