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TALLAHASSEE, FLORIDA

ADVANTAGE SENIOR SERVICES, INC.
P.O. Box 15735,
Sarasota, Florida 34277
Telephone / Fax: 813 / 346-2629

March 10, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 34214

Dear Sir / Madam:

Please find the enclosed with reference to our request to form a new Florida corporation:

1. The original Articles of Incorporation, duly executed.
2. Form SS-4 which was filed with the IRS on March 10, 1995.
3. A check in the amount of \$122.50 payable to the Secretary of State.

If you have any questions concerning this matter, please do not hesitate to contact us.

Thank you.

Sincerely,

Claire D. Marlow, Inc.

Claire D. Marlow
President

encls: as above

Claire D. Marlow GAVE

AUTHORIZATION BY PHONE TO
CORRECT *Conf. Name*
DATE *3/17/95*
BY EXAM *Don's Brown*

D. BROWN MAR 17 1995

ARTICLES OF INCORPORATION
OF
ADVANTAGE SENIOR SERVICES, INC.

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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

ARTICLE I

Name. The name of this corporation is Advantage Senior Services, Inc. ~~Inc.~~

ARTICLE II

Duration. The corporation shall be perpetual.

ARTICLE III

Purpose. This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV

Capital Stock. This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value, which shall be designated "Common Shares."

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Initial Principal Office. The street address of the initial principal and registered office of this corporation is 5303 Hidden Harbor Road, Sarasota, Florida 34242.

ARTICLE VII

Board of Directors. This corporation shall have one 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.

ARTICLE VIII

Incorporator. The name and address of the person signing these Articles is:

Claire D. Marlow, 5303 Hidden Harbor Road, Sarasota, Florida 34242

ARTICLE IX

Bylaws. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X

Registered Office and Registered Agent. The Registered Offices of the corporation shall be at 5303 Hidden Harbor Road, Sarasota, Florida 34242, and the Registered Agent at such address shall be Claire D. Marlow.

ARTICLE XI

Indemnification. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

Amendment. 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 Day of March, 1995.

Claire D. Marlow

Claire D. Marlow, Subscriber

STATE OF FLORIDA
County of Sarasota

The foregoing instrument was acknowledged before me this 10th Day of March, 1995, by Claire D. Marlow who is personally known to me.

Notary Public

Sandra L. McClain
Sandra L. McClain



SANDRA L. MCCLAIN
MY COMMISSION # CC 205863 EXPIRES
June 4, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT BY REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open the office of this corporation.

Claire D. Marlow

Claire D. Marlow, Registered Agent