

P950000023036

BARRY N. KLEIN, ESQ.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach, Florida 33401
(407) 686-7311

March 17, 1995

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

000001434390
-03/21/95--01003--003
*****70.00 *****70.00

RE: SENIOR SERVICES GROUP, INC.

Dear Sir/Madam:

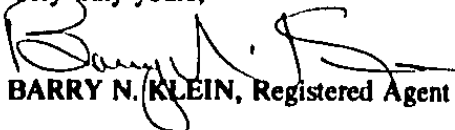
Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your office.

We are enclosing our check in the amount of \$70.00 representing:

\$35.00	Filing Fee
<u>\$35.00</u>	Certificate Designating Registered Agent
\$70.00	

Your prompt attention to this request will be greatly appreciated.

Very truly yours,


BARRY N. KLEIN, Registered Agent

BNK/sp
Enclosure

FILED
95 MAR 20 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SENIOR SERVICES GROUP, INC.**

FILED
95 MAR 20 AM 10:37
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the corporation and its principle business address:

Senior Services Group, Inc.
1645 Palm Beach Lakes Boulevard
Suite 850
West Palm Beach, Florida 33401

ARTICLE II
Duration

This corporation shall have perpetual existence.

ARTICLE III
Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

ARTICLE IV
Capital Stock

This organization is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1645 Palm Beach Lakes Boulevard, Suite 850, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation is BARRY N. KLEIN.

ARTICLE VI
Incorporators

The name and address of the person signing these articles is :

BARRY N. KLEIN
1645 Palm Beach Lakes Boulevard
Suite 850
West Palm Beach, FL 33401

ARTICLE VII
Powers

The corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

ARTICLE VIII
Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes Section 67.0850, as the same may be amended and supplemented, indemnify and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs executors and administrators of such a person.

ARTICLE IX
Amendments

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 shareholder(s) is subject to this reservation.

ARTICLE X
Bylaws

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI
Beginning of Corporate Existence

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17TH day of March, 1995.



BARRY N. KLEIN

NOTARY ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY TO PALM BEACH

BEFORE ME, the undersigned authority, on this day personally appeared BARRY N. KLEIN who executed the foregoing instrument in his personal or authorized representative capacity(ies) indicated above, and

X who is personally known to me, or

- () who has produced _____ as identification, and
- () who did take an oath
- () who did not take an oath

WITNESS my hand and official seal in the County and State last aforesaid, this 17th day of March, 1995.

Susan G. Parcells
Notary Public

Printed Name of Notary:

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT SENIOR SERVICES GROUP, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF 1645 PALM
BEACH LAKES BLVD., SUITE 850, WEST PALM BEACH, STATE OF FLORIDA, HAS
NAMED BARRY N. KLEIN, ESQ. (REGISTERED AGENT)

LOCATED AT 1645 PALM BEACH LAKES BLVD., SUITE 850, CITY OF WEST PALM
BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE: Barry N. Klein
Barry N. Klein

TITLE: Incorporator

DATE: 17 March 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Barry N. Klein
Registered Agent

DATE: 17 March 1995

FILED
95 MAR 20 AM 10:38
TALLAHASSEE, FLORIDA