

P96000007818

Law Serv

Samuel

1800, Second Street, Suite 808

Sarasota, Florida 34236-5104

(941) 934-0744

(941) 935-8319 (after hours)

Fax (941) 365-7713

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-01/17/96--01000--0000
*****70.00 *****70.00

RECEIVED

Andrew Bennett Spark, Esq.

* Limited to practice law in Florida, New York, and New Jersey

January 10, 1996

Dept. of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Aging Gracefully With Familiar Faces, Inc.
LawServ # 39

To whom it may concern:

Enclosed are the Articles of Incorporation and Certification of Designation for the above-referenced corporation to be formed, as well as a check for \$70.00. Please make the filing date as retroactive as possible. I understand that we can only go as far back as January 5, 1996, as I have indicated in the Articles, but if we can go further back, I would like to do so.

Thank you.

EFFECTIVE DATE

1-11-96

Sincerely,

Andrew B. Spark
Andrew B. Spark, Esq.

encl.

W96-1421

JAN 18 1996 BSB

625

FILED
96 JAN 17 PM 12:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 18, 1996

**LAW SERV SARASOTA
PLAZA SUITES AT SECOND
1800 SECOND STREET SUITE 808
SARASOTA, FL 34236-5104**

SUBJECT: AGING GRACEFULLY WITH FAMILIAR FACES, INC.
Ref. Number: W96000001421

We have received your document for AGING GRACEFULLY WITH FAMILIAR FACES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (804) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 696A00002374

Law Serv
Samuel
Plan, Suite at Second
1800 Second Street, Suite 808
Sarasota, Florida 34236-5104
(941) 954-0744
(941) 953-8319 (after hours)
Fax (941) 364-7713

and 941-1111
Andrew Bennett Spark, Esq.

** Admitted to practice law in Florida, New York, and New Jersey*

January 22, 1996

Ms. Brenda Baker
Corporate Specialist
Dept. of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314


RE: Aging Gracefully With Familiar Faces, Inc.
Div. of Corporations Letter # 696A00002374
Div. of Corporations Ref. # W96A000001421
LawServ # 39

Dear Ms. Baker:

In response to your above-referenced letter number dated January 18, 1996, enclosed are revised Articles of Incorporation and Certification of Designation, reflecting the changed effective date.

Thank you.

Sincerely,



Andrew B. Spark, Esq.

encl.

ARTICLES OF INCORPORATION
OF
AGING GRACEFULLY WITH FAMILIAR FACES, INC.

FILED

96 JAN 17 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

1-11-96

ARTICLE I - NAME

The name of the corporation is AGING GRACEFULLY WITH FAMILIAR FACES, INC..

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 4914 Fruitville Rd., Sarasota, FL, 34232.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each having zero (0) par value.

ARTICLE IV - REGISTERED AGENT

The name and street address of the Registered Agent of these Articles of Incorporation is as follows: Andrew B. Spark, Esq., 1800 Second St., Ste. 808, Sarasota, FL, 34236.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is as follows: Jon R. Lyerla, #6 Jenn-Laur Dr., Edwardsville, IL, 62025.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase that Shareholder's 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 VII - EXISTENCE

The Corporation shall commence on January 11, 1996, and shall have perpetual existence.

ARTICLE VIII - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This Corporation shall have three Directors constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director. The names and address of the initial Directors of the Corporation are Jon R. Lyerla, #6 Jenn-Laur Dr., Edwardsville, IL, 62025, Donna Scigliano, 5020 79th Ave. Plaza E., Sarasota, FL, 34243, and Karen S. Kreider, 1964 Rolling Green Cir., Sarasota, FL, 34240.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XII - LIMITED LIABILITY

Shareholders shall not be personally liable for acts of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 10th day of

January, 1996.


JON R. LYERLA, INCORPORATOR

CERTIFICATE DESIGNATING REGISTERED AGENT AND DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that AGING GRACEFULLY WITH FAMILIAR FACES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4914 Fruitville Rd., Sarasota, FL, 34232, has named Andrew B. Spark, Esq., located at 160th Second St., Ste. 808, Sarasota, FL, 34236, as its agent to accept service of process within Florida.

Dated this 10 day of January, 1996.

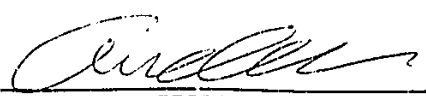

JON R. LYERLA, DIRECTOR


DONNA SCIGLIANO, DIRECTOR


KAREN S. KREIDER, DIRECTOR

FILED
JUN 17 1996
PH 12:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-named 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 performance of my duties.


ANDREW B. SPARK, Registered Agent