

1201 HAYS STREET
TALLAHASSEE, FL 32304-0007
800-342-5896
904-231-0993 FAX

CSC networks

PREMIER HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 0721000000032

REFERENCE : 056215 7114426

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pysant

ORDER DATE : August 16, 1996

ORDER TIME : 3:58 PM

ORDER NO. : 056215

500001925285

CUSTOMER NO: 7114426

CUSTOMER: Mr. Andrew L. Fennelly
MR. ANDREW L. FENNELLY

11380 Prosperity Farms Road

Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: SENIOR SERVICES AMERICA INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: ~~Unassigned~~ *Michael Klunk*
EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
96 AUG 19 PM 1:27

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96 AUG 19 PM 12:05
DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION
OF
SENIOR SERVICES AMERICA INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SENIOR SERVICES AMERICA INC.

The address of the principal office of this corporation shall be 11380 Prosperity Farms Road, Palm Beach Gardens, Florida 33410 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jeffery Collins
Dir.

11380 Prosperity Farms Rd.
Palm Beach Gardens, Florida 33410

Donald Quest
Dir.

PO Box 14970
North Palm Beach, Florida 33408

Andrew Fennelly
Dir.

PO Box 3706
North Palm Beach, Florida 33402

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 16, 1996.

Laura R. Dunlap
Incorporator
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

MKE

CAPITAL CONNECTION, INC.
477 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-0000 • T. (904) 224-0002 • Fax (904) 224-0002

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*****87.50 *****87.50

Senior Services America, Inc

☐ Art of Inc. File
☐ CO Partnership File
☐ Receipt Corp. File
☐ I.C. File
☐ Filings Name Fil.
☐ Name Reservation
☐ Merged File
☒ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Filings
☐ Corp Record Search
☐ Officer Search
☐ Filings Search
☐ Filings District Search
☐ Vehicle Search
☐ Dating Record
☐ UCC Filing
☐ UCC Filing Search
☐ UCC Filing Release
☐ Counsel

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97 JUN 24 AM 11:21

Signature

Requested by EN Date 6/24 Time 9:30
Name _____
Walk-In _____ Will Pick Up _____

JUN 24 1997

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF SENIOR SERVICES AMERICA, INC.

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Pursuant to the provisions of §607.1003, Florida Statutes and §607.1006, Florida Statutes the undersigned, being the duly elected and serving president of SENIOR SERVICES AMERICA, INC. (the "Corporation"), does hereby execute, on behalf of the Corporation, the following Articles of Amendment to the Corporation's Articles of Incorporation, which amendment was approved by unanimous vote of the shareholders and directors of the Corporation on the 13th day of June, 1997:

§1. The classes of shares and total number of shares of each class authorized by the Corporation is hereby amended to change the number of shares of common stock authorized to be issued. Accordingly, article iv of the Corporation's Articles of Incorporation is hereby amended to authorize the foregoing and shall read in its entirety as follows:

"Article VI - Capital Stock: The corporation is hereby authorized to issue one class of capital stock, which shall be denominated as "common stock" for the purposes of prescribing a distinguishing designation for such class. The preferences, limitations and relative rights of such class of stock are as follows: registered owners thereof shall have full and unlimited rights to vote for all matters requiring shareholder approval either under the corporation's bylaws or under applicable Florida law. The total number of shares of common stock that the corporation is authorized to issue is Fifty Million (50,000,000) shares, and all such shares shall have a par value of \$.001 per share.

The corporation shall be authorized, on the affirmative vote of the board of directors, to issue share dividends pursuant to § 607.0623, Florida Statutes.

§2. The Articles of Incorporation, as hereby amended, shall remain in full force and effect in all other particulars.

§4. These Articles of Amendment have been adopted and approved by unanimous consent of the registered owners of, or persons otherwise having the authority to vote, all issued and outstanding common stock of the Corporation, which is the only authorized and outstanding class of stock of the Corporation, and the number of votes cast in favor of the amendment specified in these Articles of

Amendment was sufficient for approval by said owners of the common stock. These Articles of Amendment have also been approved by unanimous consent of the shareholders acting in lieu of directors of the Corporation pursuant to §607.0803, Florida Statutes on the 13th day of June, 1997 and shall take effect immediately.

IN WITNESS WHEREOF, these Articles of Amendment have been executed in the name and on behalf of SENIOR SERVICES AMERICA, INC. by its undersigned president this 13th day of JUNE, 1997.

SENIOR SERVICES AMERICA, INC.

By: 
Andrew L. Fennelly, president