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ARTICLES OF INCORPORATION
OF
SENIOR ESTATE SERVICES, INC.

ARTICLE I - NAME

The name of this corporation is SENIOR ESTATE SERVICES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 28235 Hwy 54 W #6, Wesley Chapel, FL 33543 and the name of the initial registered agent of this corporation at that address is David R. McCallister.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws: however, there shall never be less than one Director or more than three. The name and address of the initial Board of Directors of the corporation is:

Charles Huechtker, 11511 Katy Freeway, Suite 150,
Houston, Texas 77079
Jason Huechtker, 11511 Katy Freeway, Suite 150,
Houston, Texas 77079

ARTICLE VII - INCORPORATORS

The name and address of the Incorporator signing these

articles is: Charles Huechtker, 11511 Katy Freeway, Suite 150, Houston, Texas 77079.

ARTICLE VIII - INDEMNIFICATION

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

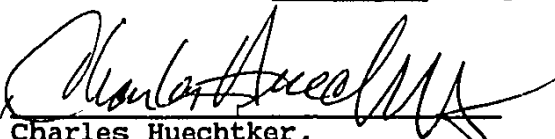
ARTICLE IX - AMENDMENT OF ARTICLES

This 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, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - AMENDMENT OF BYLAWS

The power to adopt, alter or amend the Bylaws of the corporation shall be vested in the Board of Directors, except that the Board of Directors may not amend or appeal any Bylaw adopted by the Shareholders, if such Bylaw is passed whereby it is specifically included as a provision of such Bylaw that it is not to be amended by the Board of Directors.

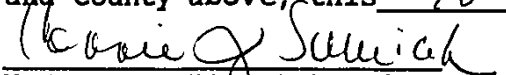
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of the 10 day of March, 1997.

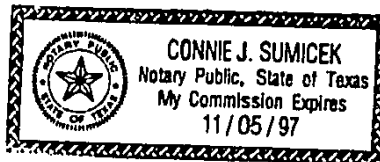

Charles Huechtker,
Incorporator

STATE OF
COUNTY OF

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Charles Huechtker, known to be and personally known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 10 day of March, 1997.


NOTARY PUBLIC, State of _____
My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
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 SENIOR ESTATE SERVICES, INC. desiring to organize or qualify under the laws of the State of Florida, with its initial principal place of business at 28235 Hwy 54 W #6, Wesley Chapel, FL 33543 has named David R. McCallister, 28235 Hwy 54 W #6, Wesley Chapel, FL 33543, as its agent to accept service of process within Florida.

Dated: March 10, 1997


Charles Huechtker, Director

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.


David R. McCallister,
Registered Agent

FILED
MAR 17 1997
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA