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March 31, 1997

Florida Secretary of State
Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 APR -4 AM 10:34
TALLAHASSEE, FLORIDA
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-04/04/97--01048--008
*****78.75 *****78.75

RE: Senior Hospital Sitters, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation, Certificate of Designation of Registered Agent/Registered Office, and a check for \$78.75 for the filing fee and certificate. If the enclosed is in order, I would appreciate your filing and returning a copy to me in the enclosed envelope. If you have any questions, please do not hesitate to contact me.

Sincerely,



Philip C. Spahn

PCS/eap
Enclosure

APR 7 1997

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SENIOR HOSPITAL SITTERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1594 Stickney Point Road
Sarasota, Florida 34231

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Judith V. Cuppy
1594 Stickney Point Road
Sarasota, Florida 34231

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

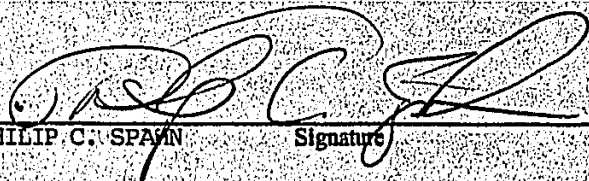
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Philip C. Spahn
8585 Broadway, Suite 600
Merrillville, Indiana 46410

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

31st day of March, 19 97

(An additional article must be added if an effective date is requested.)



PHILIP C. SPAHN Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Senior Hospital Sitters, Inc.

2. The name and address of the registered agent and office is:

Judith V. Cuppy
(NAME)

1594 Stickney Point Road
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Sarasota, Florida 34231
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Judith Cuppy
(SIGNATURE)

5/3/24/97
(DATE)

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97 APR -4 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Judith V. Cuppy
(SIGNATURE)

3/24/97
(DATE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA