

P98000091481

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Senior Life Funding,
Inc.

300002673323--5
-10/27/98--01043--025
*****70.00 *****70.00

Signature _____

Requested by: CE

Name _____

Date 10/27

Time 9:42

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger 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 Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

98 OCT 27 PM 2:57

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

98 OCT 27 AM 10:57

RECEIVED
DIVISION OF CORPORATION

R. Purin

OCT 27 1998

*Articles
of
Incorporation
of
Senior Life Funding, Inc.*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 2:57

ARTICLE I. NAME: The name of this corporation is:

SENIOR LIFE FUNDING, INC.

Whose mailing address is: 5515-3 Phillips Highway, Jacksonville, Florida 32207

ARTICLE II. DURATION: This corporation shall have a perpetual existence.

ARTICLE III. PURPOSE: The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 500 shares of common stock, each share having a par value of \$1.00.

ARTICLE V. FUTURE STOCK ISSUES: In the event of an issue of nonissued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or her right to subscribe shall inure to the benefit of the other stockholders. Written notice of intention to issue non-issued capital stock or new stock shall be given by the corporation to all stockholders and the stockholders shall notify the corporation of their intention to subscribe within thirty (30) days after such notice.

ARTICLE VI. REGISTERED AGENT: The initial registered agent for this corporation is David H. McQuaig and the initial registered office is located at 5515-3 Phillips Highway, Jacksonville, Florida 32207.

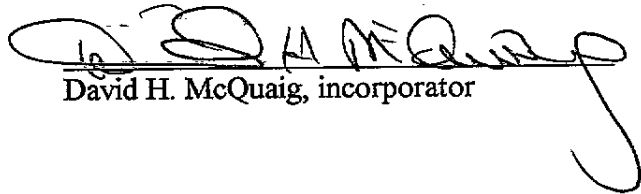
ARTICLE VII. DIRECTORS: The corporation shall have one (1) director initially, whose name and street address is as follows:

David H. McQuaig
5515-3 Phillips Highway
Jacksonville, Florida 32207

ARTICLE VIII. INCORPORATORS: The name and address of the incorporator of this corporation is as follows:

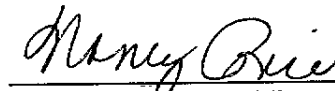
David H. McQuaig
5515-3 Phillips Highway
Jacksonville, Florida 32207

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 26th day of October, 1998.


David H. McQuaig, incorporator

**STATE OF FLORIDA
COUNTY OF DUVAL**

The foregoing Articles of Incorporation were acknowledged before me this 26th day of October, 1998, by David H. McQuaig, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Name of Notary Public:
My Commission Expires:
My Commission Number:

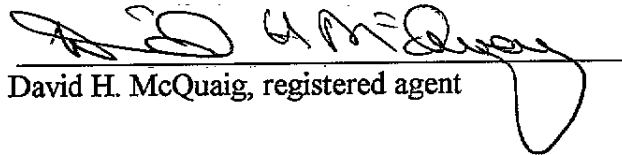
NANCY RICE
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires June 17, 2000
Commission No. CC 561922

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.


David H. McQuaig, registered agent