



**CERTIFICATE OF INCORPORATION
OF**

SENIOR ADVOCATE SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **September 8, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

**ARTICLES OF INCORPORATION
OF
SENIOR ADVOCATE SERVICES, INC.**

RECEIVED
SEC. OF STATE

'89 SEP 8 AM 9 08

KNOW ALL MEN BY THESE PRESENTS:

THAT THE INCORPORATOR, which is JANICE MARIE JOHNSON does form a corporation under and pursuant to the laws of the State of Idaho, and does hereby certify as follows:

FIRST

The name of the proposed corporation is SENIOR ADVOCATE SERVICES, INC..

SECOND

The purposes for which this corporation is formed are as follows:

a. Principally to engage in the business of assisting in the management of the personal affairs of the elderly, specializing in health care accounts.

b. In addition thereto to engage in any or all lawful business for which corporations may be organized under the Idaho law concerning business for profit corporations and which is permitted by the laws of the State of Idaho.

THIRD

This corporation shall have perpetual existence.

FOURTH

The location and post office address of the registered office of this corporation in the State of Idaho is 3920 Lakeview Drive, Lewiston, Idaho 83501, and its principal place of business shall be in Nez Perce County, Idaho, at 3920 Lakeview Drive, Lewiston, Idaho, 83501. The initial Director and her name and address is:

JANICE MARIE JOHNSON
3920 Lakeview Drive
Lewiston, Idaho 83501

FIFTH

That the corporation is authorized to issue one class of stock to be designated as

"common"; the total number of shares that may be issued by this corporation is 10,000 with a par value of one dollar. All or any part of the shares of the capital stock may be issued by the corporation from time to time and for such consideration as may be determined upon and fixed by the board of directors, as provided by law, with due regard to the interest of the existing shareholders; and when such consideration has been received by the corporation, such shares shall be deemed fully paid.

The By-Laws of this corporation shall prescribe the rules and regulations setting out the formalities and procedures to be followed in effecting the transfer of common stock and regulating the use of corporate property.

SIXTH

The operations of this corporation are principally to be conducted in the county of Nez Perce, State of Idaho. The office of the corporation will be located in the City of Lewiston, County of Nez Perce, State of Idaho.

SEVENTH

The shall be one director of the corporation.

EIGHTH

The name and address of the registered agent of the corporation is:

JANICE MARIE JOHNSON
3920 Lakeview Drive
Lewiston, Idaho 83501

NINTH

That the name and post office address of the incorporator and the number of shares of capital stock of this corporation described in Article Fifth subscribed to it is as follows:

NAME	ADDRESS	SHARES
JANICE MARIE JOHNSON	3920 Lakeview Drive Lewiston, Idaho 83501	500

TENTH

That the right and power to adopt, repeal, alter, rescind and amend the By-Laws of this corporation and to adopt new By-Laws is hereby expressly conferred upon the shareholder of this corporation.

WITNESS my hand and seal this 6th day of September, 1989.

Janice Marie Johnson
JANICE MARIE JOHNSON

STATE OF IDAHO)
) ss.
COUNTY OF Nez Perce)

On this 6th day of September, 1989, before me, the undersigned, a notary public in and for the state of Idaho, personally appeared JANICE MARIE JOHNSON, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she held the indicated offices and signed this instrument as such officers for the purposes herein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written.

Eric K. Johnson
Notary Public, State of Idaho residing in
Lewiston. My commission expires 5/29/91