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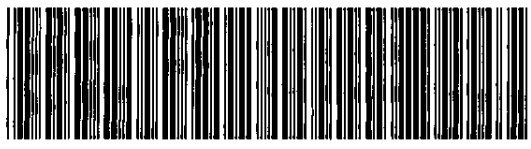
(Business Entity Name)

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RESTATED
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August 11, 2011

Via USPS Express Mail

State of Florida
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Versacare, Inc.
Florida Document Number: 755977

FILING OF AMENDED AND RESTATED ARTICLES

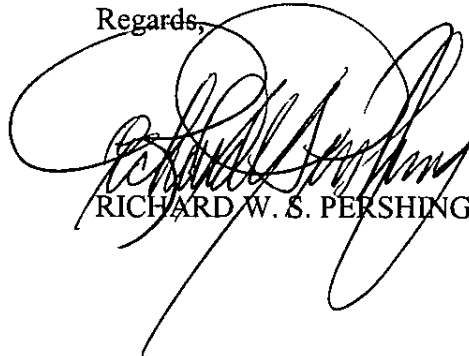
Dear Ladies & Gentlemen:

I represent Versacare, Inc. Enclosed please find the original signed certificate of the President and Secretary of Versacare, Inc. containing the Restated Articles of Incorporation of Versacare, Inc.

Also, enclosed please find a check in the amount of \$43.75 in payment of the filing and for a certified copy of the articles. Please file and return to me at the address given above.

If you have any questions or concerns regarding this filing, please contact me via the contact information given above. If you wish to contact me by email, my email address is: rwp@rjlaw.com

Regards,



RICHARD W. S. PERSHING

enclosures

c: client

RECEIVED
11 AUG 26 AM 8:12
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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
VERSACARE, INC.

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TALLAHASSEE FLORIDA

ARTICLE I--NAME: The name of the Corporation shall be: VERSACARE, INC., a corporation not for profit.

ARTICLE II--ADDRESS: The address of the Corporation shall be: 4097 Trail Creek Road, Suite B, Riverside, California 92505.

ARTICLE III--PURPOSE:

- A The purpose of the Corporation is to operate exclusively as a charitable corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and by providing support, assistance and granting charitable contributions to other charitable, religious, hospital or scientific organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, in support of activities, which are charitable, religious, hospital or scientific, primarily Christian in character and purpose, in accordance with the principles of the Seventh-Day Adventist denomination. In furtherance thereof, the Corporation shall have the power to acquire, own, maintain and use its assets for the purpose for which it is organized, to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and shall have such other powers as are granted to corporations not for profit under Florida Statutes and case law.
- B. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.
- C. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation.
- D. The property owned by the Corporation is irrevocably dedicated to charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- E. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations, as they now exist or as they may hereafter be amended.
- F. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then so long as the Corporation is a private foundation:
1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section

4942 of the of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
- 3 The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

G. Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, any surplus remaining after payment of the just debts and liabilities of the Corporation shall not be distributed to or among the Members or Board Members of the Corporation, but after making provision for payment of all of the liabilities of the Corporation, the remaining assets shall be distributed to such other organization or organizations, as selected by the Board of Directors, which are a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, religious, hospital or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any United States internal revenue law and California Revenue and Taxation Code Section 214, as amended.

ARTICLE IV--ELECTION OF DIRECTORS: The Directors of the Corporation shall consist of three or more individuals as provided for in the Bylaws of the Corporation. The Directors of the Corporation shall be elected in the manner set forth in the Bylaws of the Corporation.

ARTICLE V--TERM: The term for which the Corporation is to exist shall be perpetual.

VI- REGISTERED AGENT AND ADDRESS. The name of the Corporation's Registered Agent is NRAI Services, Inc., and the street address of the Registered Agent is 2731 Executive Park Drive, Suite 4, Weston, FL 33331.

VII- AMENDMENT OF ARTICLES OF INCORPORATION: These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ORIGINAL

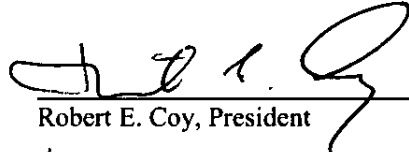
**RESTATED ARTICLES OF INCORPORATION
OF
VERSACARE, INC.**

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TALLAHASSEE, FLORIDA

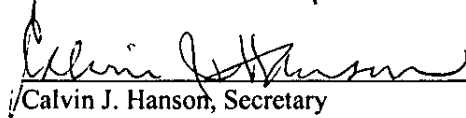
The undersigned certify that:

1. They are the President and Secretary , respectively, of VERSACARE, INC., a Florida not-for-profit corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

See EXHIBIT A attached hereto and made a part hereof by this reference.
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of the members.



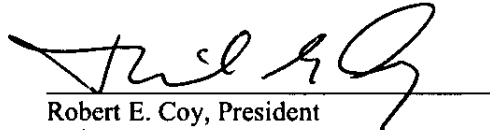
Robert E. Coy, President



Calvin J. Hanson, Secretary

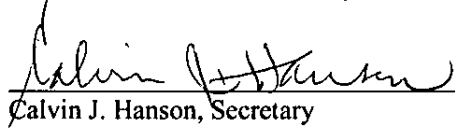
We further declare under penalty of perjury under the laws of the State of Florida that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: 8/8/11



Robert E. Coy, President

Dated: 8/9/11



Calvin J. Hanson, Secretary