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J. Shivers MAY 10 2005

LAW OFFICES OF DAVID ALLEN BUCK

13127 SPRING HILL DRIVE
SPRING HILL, FLORIDA 34609
(352) 686-7331
Fax: (352) 686-7455

May 2, 2005

Secretary of State
Division of Corporations
George Firestone Building
409 East Gains Street
Tallahassee, FL 32314

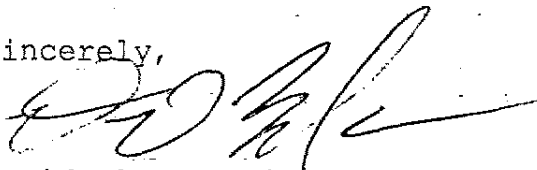
Re: FAITH LOVING CARE, INC.

To Whom It May Concern:

Please find an original and one copy of the enclosed Articles of Incorporation for the above referenced new corporation to be filed, together with this firms check in the amount of Seventy and 00/100 dollars (\$70.00) which represents the required filing fee. A self addressed stamped envelope is provided for the return of the copy of the filed Articles.

Thank you for your attention to and assistance in this regard.

Sincerely,



David Allen Buck

DAB/em
Enclosure

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ARTICLES OF INCORPORATION

OF

FAITH LOVING CARE, INC.

A not for profit Florida Corporation

ARTICLE I - NAME

The name of this corporation is FAITH LOVING CARE, INC.

~~ARTICLE II - DURATION~~

As provided in Florida Statutes, Chapter 617, this corporation shall exist in perpetuity as a not for profit corporation.

ARTICLE III - PURPOSE

This not for profit corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this state, for a nonprofit corporation, and specifically to engage in the assisted care of needy elderly or disabled persons.

ARTICLE IV - ADDRESS OF CORPORATION

The street address of the principal location 7963 Pinehurst Drive, Spring Hill, FL 34606.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7963 Pinehurst Dr., Spring Hill, Florida, 34606, and the name of the initial registered agent of this corporation at that address is EDA WILLIAMS.

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ARTICLE VI - MEMBERSHIP AND VOTING RIGHTS

All members shall have the power to adopt, alter, amend or repeal Bylaws, as may be deemed necessary by a majority vote of the membership. "Majority vote", "Membership", or any other term used that could in any way be misconstrued shall be fully defined in the Bylaws adopted for the nonprofit corporation.

ARTICLE VII - INITIAL SUBSCRIBERS

The initial subscribers have signed and printed their respective names and addresses at the end of these Articles.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than two (2). The name and address of the initial directors of this non profit corporation are:

CHARMINE FORRISTER
88-26 210th STREET
QUEENS VILLAGE, NY 11427

EDA WILLIAMS
1206 MUSCOVY DR.
SPRING HILL, FL 34608

CHRISTINE LETCHWORTH
1263 GATEWOOD AVE.
SPRING HILL, FL 34609

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, as may be deemed appropriate by the membership and shall be subject to this reservation.

ARTICLE XI - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 22 day of April, 2005.

Charmaine Forrester
CHARMINE FORRISTER

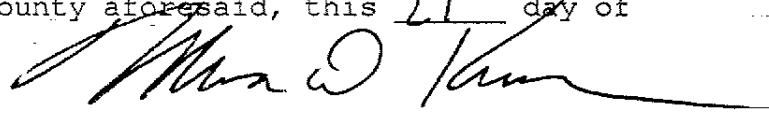
Eda Williams
EDA WILLIAMS

Christine Letchworth
CHRISTINE LETCHWORTH

STATE OF NEW YORK
COUNTY OF QUEENS

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared **CHARMINE FORRISTER**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, without taking an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27 day of April, 2005.

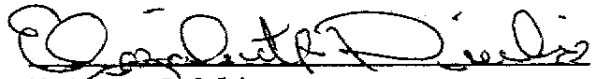


Notary Public
MARTIN D. KASDAN
NOTARY PUBLIC, STATE OF NEW YORK
QUALIFIED IN NEW YORK COUNTY
REGISTRATION NUMBER 2039250
MY COMMISSION EXPIRES AUG. 31 2005

STATE OF FLORIDA
COUNTY OF HERNANDO

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared **EDA WILLIAMS**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, without taking an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27 day of April, 2005.



Notary Public
Elizabeth Diulio
My Commission DD198529
Expires March 25, 2007

STATE OF FLORIDA
COUNTY OF HERNANDO

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared **CHRISTINE LETCHWORTH**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, without taking an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27 day of April, 2005.



Notary Public
Elizabeth Diulio
My Commission DD198529
Expires March 25, 2007

Having been named registered agent to accept service of process for the above-stated corporation, at the place designated in the articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

Eda Williams

EDA WILLIAMS
Registered Agent

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