

Raymond E. Makowski, P. A.

Attorney at Law

4651 Salisbury Road, Suite 160

Jacksonville, Florida 32256-6190

Telephone: (904) 296-4777

November 21, 2001

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

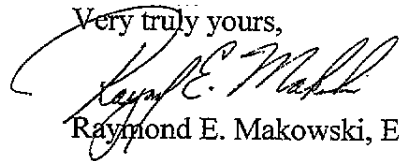
Re: Annie Wilson Homecare, Inc.

Dear Madam or Sir,

Enclosed for filing are the Articles of Incorporation and Acceptance of Designation of Registered Agent for Annie Wilson Homecare, Inc. Enclosed is a check for \$78.75 for the following costs:

\$35.00 Filing Fee
\$35.00 Registered Agent Designation
\$ 8.75.Certified Copy

Very truly yours,



Raymond E. Makowski, Esquire

REM/jfs

Enclosures

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ARTICLES OF INCORPORATION
OF
ANNIE WILSON HOMECARE, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

Name

The name of the corporation is **Annie Wilson Homecare, Inc.**

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose

The purpose of this corporation is to engage in home care, healthcare, assisted living care and in the transaction of any and all business permitted under the laws of the United States 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 7500 shares of common stock, each having the par value of \$1.00.

ARTICLE V
Principal Office and Address

The initial principal office and registered office of this corporation and mailing address is 155 Clark Road, Jacksonville, Florida 32218. The name of the initial registered agent at such address is Annie Wilson.

ARTICLE VI

Director

The corporation shall have one director initially, whose name and street address are as follows: Annie Wilson, 155 Clark Road, Jacksonville, Florida 32218.

ARTICLE VII
Subscriber

The names and addresses of the incorporator of this corporation are as follows:
Annie Wilson, 155 Clark Road, Jacksonville, Florida 32218.

ARTICLE VIII
Officers

This corporation shall have the following officers: a President, a Vice-President, a Secretary and a Treasurer, and such other officers as may be appointed by the Board of Directors or established by the By-Laws from time to time.

ARTICLE IX
Miscellaneous

A. This corporation shall have the following powers: All powers as are now and as are hereafter conferred upon it by law. This corporation shall continue to have all powers which the law now confers upon it, even though the law conferring such power or powers is later amended or

repealed. This provision shall be construed to give this corporation the broadest and most comprehensive powers permitted by law.

B. This corporation shall establish plans such as, but not limited to, pension and/or profit sharing, wage continuation, group terms, medical care and accident and health.

C. Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director or officer in this corporation.

D. Any subscriber or stockholder present at any meeting either in person or by proxy, and any director present in person or by proxy, and any director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting of any defect or insufficiency of notice.

E. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and condition upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

F. Unless otherwise provided in the By-Laws, stockholders shall have a preemptive right to purchase their pro rata share of new stock.

G. Unless otherwise provided in the By-Laws cumulative voting shall not be permitted.

H. No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director or officer of this corporation is interested in or is a director or officer of such other corporation.

I. Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be amended in any other manner permitted by law.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, this 21st day of November, 2001.

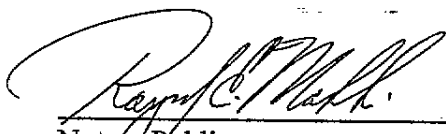


Annie Wilson

STATE OF FLORIDA }
 }ss.
COUNTY OF DUVAL }

BEFORE ME, the undersigned authority, this day personally appeared before me **Annie Wilson**, who produced _____ as identification or is to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 21st day of November, 2001.



Notary Public
State of Florida at large
My Commission expires:

