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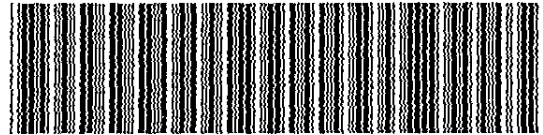
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09/03/03--01048--009 **78.75

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03 SEP -3 AM 11:51

DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

03 SEP -4 PM 12:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W03-25113

bm 9/5

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ARCOIRIS ADULT CARE II, CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

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NEW FILINGS	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 3, 2003

LAZARUS

SUBJECT: ARCOIRIS ADULT CARE II, CORP.
Ref. Number: W03000025113

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 SEP -4 PM 3:58

RECEIVED

We have received your document for ARCOIRIS ADULT CARE II, CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 603A00049225

ARTICLES OF INCORPORATION

OF

ARCOIRIS ADULT CARE II, CORP.

FILED
03 SEP -4 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation should be: Arcoiris Adult Care II, Corp.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business activities under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock at \$10.00 par value.

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE**

The initial street address of the principal registered office of this corporation is:

1290 West 64th Terrace, Hialeah, Florida 33012

The name of the initial registered agent of this corporation at that address is
Yadelkis Cruz

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided for by the By Laws. The names and addresses of the initial directors of this corporation are:

Juan Cruz

1290 West 64th Terrace
Hialeah, Florida 33012

Yadelkis Cruz

1290 West 64th Terrace
Hialeah, Florida 33012

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

Yadelkis Cruz

1290 West 64th Terrace
Hialeah, Florida 33012

ARTICLE X - BY LAWS

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

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

Juan Cruz

50 Shares

Yadelkis Cruz

50 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - CUMULATIVE VOTING

At each election for directors each shareholders entitled to vote at such election shall have the right to cumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such number of such candidates.

ARTICLE XIII - CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the Board of Directors.

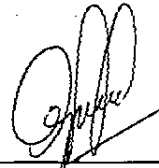
ARTICLE XIV - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation 26 August 2003.

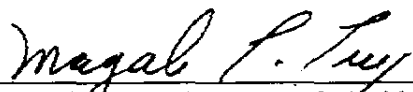


Yadelkis Cruz

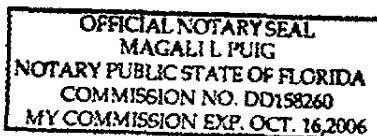
STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Yadelkis Cruz to me known to be the person described in and who executed the same for the purposes therein they expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 26 August 2003


NOTARY PUBLIC, State of Florida at large

My Commission Expires:



STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the
Services of Process Within This State, Naming Agent
Upon Whom Process May Be Served and Names
and Addresses of the Officers
and Directors

ARCOIRIS ADULT CARE II, CORP.

FILED
SEP - 14 PM 12:44
03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted, in compliance with Chapter 48.091, Florida Statute: ARCOIRIS ADULT CARE II, CORP. a corporation organized or organizing under the laws of the State of Florida with its principal office at 1290 West 64th Terrace, Hialeah, Florida 33012 in the city of Hialeah county of Miami-Dade, State of Florida has named Yadelkis Cruz located at 1290 West 64th Terrace, Hialeah, Florida 33012 in the city of Hialeah county of Miami-Dade, State of Florida as its agent to accept service of process within this State.

NAME

SPECIFIC ADDRESS

Yadelkis Cruz

1290 West 64th Terrace
Hialeah, Florida 33012

DIRECTORS AND OFFICERS:

NAME

TITLE

SPECIFIC ADDRESS

Juan Cruz

President

1290 West 64th Terrace
Hialeah, Florida 33012

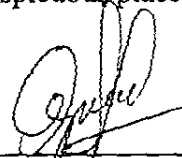
Yadelkis Cruz

Secretary

1290 West 64th Terrace
Hialeah, Florida 33012

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept, service of process at the above Florida designated address) in some conspicuous place in office as required by Law.



Yadelkis Cruz