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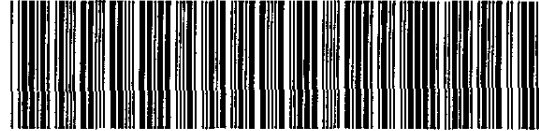
(Business Entity Name)

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04 MAR 26 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

TRANSMITTAL LETTER

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

SUBJECT: INFINITE VIEW ASSISTED LIVING FACILITY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: TAMI' A. PHILLIPS, ESQ.
Name (Printed or typed)

1900 WEST COMMERCIAL BOULEVARD, SUITE 148
Address

FORT LAUDERDALE, FL 33309
City, State & Zip

954-229-1685
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

INFINITE VIEW ASSISTED LIVING FACILITY, INC.

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby make, subscribe and acknowledge before a Notary Public, and file with the Secretary of State of the State of Florida, the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is:

INFINITE VIEW ASSISTED LIVING FACILITY, INC.

ARTICLE II - PURPOSE

The general nature of the business to be conducted and carried on by this corporation is:

- (a) Provide services to the elderly, minor children, the disabled or handicapped, whether adult or minor children, in assisting them to live independently of their nuclear families.
- (b) To engage in every aspect and phase of each and every lawful business or operation permitted by the laws of the State of Florida, including, but not limited to, the rights and power to manufacture, distribute, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
- (c) To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any purposes of this business, and to purchase, acquire, erect and construct, make improvements of buildings, or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above

specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

(d) To purchase, sell, pledge, subscribe for or otherwise acquire and to hold the shares, stocks, bonds, debentures, futures, options, commodities, puts and calls or obligations of any company organized under the laws of the State of Florida or of any other state or of any territory of the United States or of any foreign country, except monies or transportation, banking or insurance companies, and to sell or exchange the same, or upon the distribution of assets or divisions of profits, to distribute any such share, stocks, or obligations or proceeds thereof among the stockholders of this company.

(e) The corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to secure any indebtedness due it in the same manner common to natural persons. It shall have the full power to loan money and secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. It may sue or be sued, contract or be contracted with, and do any and all other acts necessary or incidental to the powers herein specifically designated.

(f) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

(g) The foregoing shall be construed as independent businesses, and the enumeration of any specific business shall not restrict any other business of the corporation.

(h) The corporation shall, in addition, have the power to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interests of the corporation, or to enhance the value its assets.

(i) To do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, and any and all other acts and things insofar as the same may be

incidental to or included in any or all of the general powers given, always provided that the grant of the foregoing enumerated powers above enumerated shall be exercised by the acts above recited under which said company shall be exercised by the acts above recited under which it was organized. The said corporation may perform any part of its business outside of the State of Florida, or in other states or colonies of the United States, or in any foreign country or countries.

ARTICLE III - DURATION

This corporation shall exist on a perpetual basis commencing on the March 19, 2004.

ARTICLE IV - CAPITAL STOCK

B. The aggregate number of shares that the corporation shall have the authority to issue is Five Hundred (500) Shares of Capital Stock with One Dollar (\$1.00) par value per share.

C. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the states capital of the incorporation of any particular time.

D. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in share of the capital stock of the corporation.

E. The shares of the corporation are not to be divided into classes.

F. The corporation is not authorized to issue share in series.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - INITIAL BUSINESS ADDRESS

The initial business address of this corporation stated herein is:

**PO Box 120696
Fort Lauderdale, Florida 33312-0012**

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

**LAW OFFICE
OF
TAMI A, PHILLIPS, P.A.
1900 WEST COMMERCIAL BOUELVARD, SUITE 100
FORT LAUDERDALE, FLORIDA 33301**

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1).

The names and post office addresses of the First Board of Directors, who, being subject to the provisions of the Articles of Incorporation, the By-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are selected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
KIMBERLY HUTCHISON (President)	Post Office Box 120696 Fort Lauderdale, Florida 33312-0012
KEITH HUTCHISON (Vice President/Treasurer)	Post Office Box 120696 Fort Lauderdale, Florida 33312-0012
DELORIS HILL (Secretary)	Post Office Box 120696 Fort Lauderdale, Florida 33312-0012

ARTICLE IX - INCORPORATORS

The names and street addresses of each subscriber and incorporator of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
KIMBERLY HUTCHISON	Post Office Box 120696 Fort Lauderdale, Florida 33312-0012
KEITH HUTCHISON	Post Office Box 120696 Fort Lauderdale, Florida 33312-0012

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the shareholders.

ARTICLE XI - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLES XII - TRANSACTION WITH DIRECTORS AND OFFICERS

No contract or other transaction between the corporation and any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of the Directors or Officers of this corporation is, or are, interested in, or is a member, stockholder, director or officer or are members, stockholders, officers of such other firm or corporation; and any director or officer, or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested, and no contract, act or transaction of this corporation with any person or persons, firm, association, or corporation shall be affected or invalidated by reason of the fact that any director or directors or officer or officers of this

corporation, is a party or are parties to, or in any way connected with such person or persons, firm association or corporation, and each and every person who may become a director or officer of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any firm, association, or corporation in which he may in any way be interested; directors, when so interested, shall be counted present at directors' meetings for the purpose of determining the existence of a quorum and may vote at such meetings as fully and with the same effect as if not so interested.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer, director, employee or agent, or any former officer, director, employee or agent, to the full extent permitted by law.

ARTICLE XIV - 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.

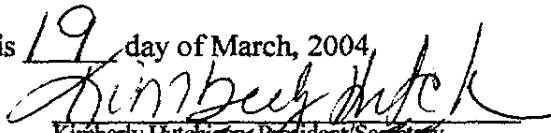
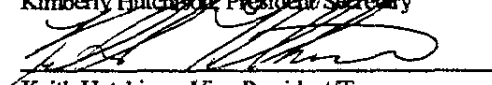
ARTICLE XV - MISCELLANEOUS

A. The corporation shall have the further right and power from time to time to determine whether and to what extent and at what time and places under what conditions and regulations the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders and no stockholders shall have the right of inspecting any account, books or documents of this corporation except as conferred by statutes, unless authorized by a resolution of the stockholders or the Board of Directors.

B. Both stockholders and directors shall have the power, if the By-laws so provide, to hold their respective meetings, and to have one or more offices within the State of Florida or without, and to keep the books of the corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

C. The corporation may in its By-laws confer powers upon its Directors in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

WE/I, the undersigned, being each and all of the original subscriber(s) to capital stock hereinabove named for the purpose of forming a corporation for profit to do business both without and within the State of Florida, do hereby make, subscribe, acknowledge and file this Articles of Incorporation, hereby declaring and certifying that the facts therein stated are true and correct, and accordingly have hereunto set our/my hand(s) this 19 day of March, 2004,


Kimberly Hutchison, President/Secretary

Keith Hutchison, Vice-President/Treasurer

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared, Kimberly Hutchison and Keith Hutchison who, after being by me first duly cautioned and sworn, upon their oath depose and say that they are the party to the foregoing Articles of Incorporation and they acknowledged said execution to be their free and voluntary act and deed, and that the facts therein stated are truly set out.

WITNESS my hand and official seal at 1900 W Comm. Blv #146, Florida, County of Broward Florida, the day and date first above set forth.


NOTARY PUBLIC
State of Florida at Large

ERICA HARDY
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD211625
EXPIRES 05/20/2007
BONDED THRU 1-888-NOTARY1

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-THAT, INFINITE VIEW ASSISTED LIVING FACILITY, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT POST OFFICE BOX 120696, CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED THE LAW OFFICE OF TAMI' A. PHILLIPS, P.A., LOCATED AT 1900 WEST COMMERCIAL BOULEVARD, SUITE 100, CITY OF FORT LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Kimberly Hutchison
Kimberly Hutchison
TITLE: PRESIDENT
DATE: 3/19/04

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEING NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Tami A. Phillips
TAMI' A. PHILLIPS, ESQ.
TITLE: REGISTERED AGENT
DATE: 3/19/04