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FLORIDA PROFIT/NON PROFIT CORPORATION

ATENDA HOME NURSING, INC. PALM BEACH

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**ARTICLES OF INCORPORATION  
OF  
ATENDA HOME NURSING, INC. - PALM BEACH**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **ATENDA HOME NURSING, INC. PALM BEACH** (the "Corporation").

**ARTICLE II**

The street address of the initial principal office and mailing address of the Corporation is 15712 S.W. 41<sup>st</sup> Street, Suite 16, Davie, FL 33331.

**ARTICLE III**

The maximum number of shares of stock which this Corporation is authorized to issue or to have outstanding at any time shall be 1,000 shares of common stock

**ARTICLE IV**

The street address of the initial registered office of the Corporation is One Biscayne Tower, 21st Floor, 2 South Biscayne Boulevard, Miami, FL 33131, and the registered agent at that address is B & C Corporate Services, Inc.

**ARTICLE V**

The name and address of the incorporator of the Corporation is **Guillermo Salazar**, 15712 S.W. 41<sup>st</sup> Street, Suite 16, Davie, FL 33331.

**ARTICLE VI**

The Corporation shall have **one (1) director** initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director is:

**Guillermo Salazar**  
15712 S.W.41<sup>st</sup> Street, Suite 16  
Davie, FL 33331.

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**ARTICLE VII**

The Corporation shall have one (1) officer initially and the number of officers may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial officer is:

**Guillermo Salazar**  
President, Secretary and Treasurer  
15712 S.W. 41<sup>st</sup> Street, Suite 16  
Davie, FL 33331.

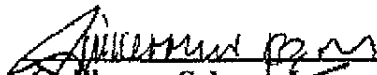
**ARTICLE VIII**

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes and shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE IX**

The corporation expressly elects not to be governed by either Section 607.0901 of the Florida Statutes relating to affiliated transactions or Section 607.0902 of the Florida Statutes relating to control share acquisitions, as each may be amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of February, 2006.

  
Guillermo Salazar, Incorporator

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for ATENDA HOME NURSING, INC. - PALM BEACH, a Florida corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: *Feb 8, 2006*

**B & C CORPORATE SERVICES, INC.**

By: *Gisela Fasco*  
Gisela Fasco, Vice-President

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