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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : ATENDA HOMECARE
Account Number : I20060000024
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FLORIDA PROFIT/NON PROFIT CORPORATION
ATENDA T.P.A., INC.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
ATENDA T.P.A., INC.**

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 T.P.A., INC.** (the "Corporation").

ARTICLE II

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

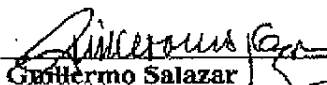
ARTICLE VIII

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 8th 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 T.P.A., INC., 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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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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