THE UNITED STATES **CORPORATION** OMPANY

ACCOUNT NO. :

072100000032

REFERENCE

873391

4324740

AUTHORIZATION

COST LIMIT

ORDER DATE: June 29, 1998

ORDER TIME : 10:20 AM

ORDER NO. : 873391-005

CUSTOMER NO: 4324740

CUSTOMER: Patricia L. Hayes, Legal Asst

Christian & Barton L.l.p.

Suite 1200

909 East Main Street

Richmond, VA 23219-3095

800002574618--3

FOREIGN FILINGS

NAME:

FIRST HOME CARE CORPORATION

XXXX QUALIFICATION (TYPE: CO)

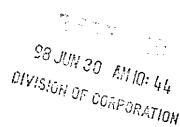
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 29, 1998

CSC

ATTN: CHRISTOPHER SMITH

SUBJECT: FIRST HOME CARE CORPORATION

Ref. Number: W98000014843



Please give original

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

A brief description of the entity's nature of business must be included in the document.

Please return 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) 487-6958.

Lee Rivers Document Specialist

Letter Number: 498A00035328

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1	First Home Care Corporation
	(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.
2	Virginia (State or country under the law of which it is incorporated) 3. 54-1782162 (FEI number, if applicable)
4	December 18, 1995 5. Perpetual
6	Upon Qualification
	(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7	825 Crawford Parkway
	Portsmouth, Virginia 23704
	(Current mailing address)
8.	
	Inerapeutic foster care and operation of group homes
	(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
_	\sim
9.	Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT
	Name: Corporation Service Company
	Office Address: 1201 Hays Street
,	(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By Who B. 12 Agent

(Registered agent's signature) Agent Rozar, As Its Agent

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is

12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable) A. DIRECTORS (Street address only- P.O. Box NOT acceptable) Chairman: Ronald I. Dozoretz 240 Corporate Boulevard Address: Norfolk, Virginia 23502 Vice Chairman: Address: Director: Ronald I. Dozoretz same address listed above Address: Director: Address: B. OFFICERS (Street address only- P.O. Box NOT acceptable) President: Edward C. Irby, Jr. <u>same address listed above</u> Address: Vice President: William E. Turner, III same address listed above Address: Gloria J. Nuss Secretary: same address listed above Address: Timothy D. McCarthy Treasurer: same address listed above Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.) Edward C. President

Canacity of person signing applications

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State Corporation Commission

I Certify the Following from the Records of the Commission:

First Home Care Corporation is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is December 18, 1995.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Aute:

Milliam J. Aridge, Clerk of the Commission