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D. BRUCE

APR 15 2008

EXAMINER

**BAKER
DONELSON**
BEARMAN, CALDWELL
& BERKOWITZ, PC

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633 CHESTNUT STREET
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CHARITY MARTIN, PARALEGAL
Direct Dial: 423-209-4157
Direct Fax: 423-752-9560
E-Mail Address: cjmartin@bakerdonelson.com

April 14, 2008

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

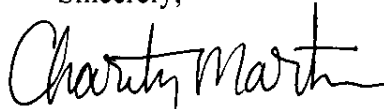
Re: PALMS PERSONAL CARE SERVICES, LLC

Dear Ladies and Gentlemen:

Enclosed please find the Articles of Organization for the above referenced entity. Please file these Articles for us as soon as possible. Also enclosed is our check in the amount of \$155.00 for the filing fees and to obtain a certified copy of the articles. Please return the certified copy by regular mail using the self-addressed envelope that is enclosed.

If you have any questions or if there is a problem, please let me know. Thank you in advance for your help!

Sincerely,



Charity J. Martin
Paralegal

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TALLAHASSEE, FLORIDA

cc: Richard D. Faulkner, Esq. (via email w/ enclosures)

cjm
Enclosures

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**ARTICLES OF ORGANIZATION
OF
PALMS PERSONAL CARE SERVICES, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set for the following:

1. **Name of the Limited Liability Company.** The name of the limited liability company shall be **PALMS PERSONAL CARE SERVICES, LLC** (hereinafter referred to as the "*Company*").
2. **Period of Duration.** The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:
 - (i) The date that is seventy-five (75) years from the date of filing of the Articles of Organization with the Department of State, State of Florida; or
 - (ii) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act; or
 - (iii) Pursuant to the terms of the written Operating Agreement among the Members.
3. **Address of Place of Business.** The initial mailing and business address for the Company is 1175 Peachtree Street, Suite 1230, Atlanta, Georgia 30361. Such address may change from time to time as provided in the Operating Agreement.
4. **Registered Agent.** The initial registered agent in Florida for the Company is John K. McClure, Esq., and the initial registered office is located at 230 South Commerce Avenue, Sebring, Florida 33870.
5. **Capital Contributions.** Contributions to the capital of the Company shall be made by the Members, from time to time, in the manner prescribed by a written Operating Agreement to be made and entered into by the Members, and which may be amended from time to time in accordance with its terms.
6. **Members.** The Company shall have at least one (1) Member, and may admit additional Members upon prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.
7. **Management.** Management of the Company shall be by its Members, in the manner provided for in the Operating Agreement. The initial Managing Member shall be John E. McMullan and his address is c/o John K. McClure, Esq., 230 South Commerce Avenue, Sebring, Florida 33870

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TALLAHASSEE, FLORIDA

Dated: 8 APRIL, 2008

PALMS PERSONAL CARE SERVICES, LLC,
a Florida limited liability company

By: 

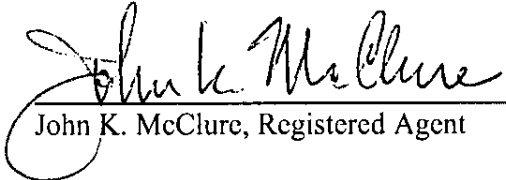
John E. McMullan, Managing Member

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of PALMS PERSONAL CARE SERVICES, LLC, a Florida limited liability company, the undersigned accepts such an appointment, agrees to act in such capacity, is familiar with and accepts the obligations of that position as provided in Chapter 608, Florida Statutes.

Executed this 25th day of March, 2008.



John K. McClure, Registered Agent

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TALLAHASSEE, FLORIDA