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APR 28-2014 08:50

FROM: Lewis Longman & Walker

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Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
FIRST COAST CAREGIVERS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
FIRST COAST CAREGIVERS, LLC

The undersigned organizer a natural person competent to contract, and authorized representative of the initial members of the Company, presents these Articles for the formation of a limited liability company under the Florida Revised Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is First Coast Caregivers, LLC.

ARTICLE II

The Company will exist perpetually.

ARTICLE III

The principal office of the Company initially will be at 4240 Oro Place, Jacksonville, FL 32207. The principal office may be moved to any address that the members may choose. The mailing address is the same as the principal office address.

ARTICLE IV

The registered office will be, and the registered agent at that same address, are:

Agent

William Langley

Registered Office Address

4240 Oro Place
Jacksonville, FL 32207

ARTICLE V

Admission of new members will be as set forth in the Operating Agreement of the Company.

ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence of any other event that terminates the continued membership of a member will not prevent the remaining

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members from continuing to operate the Company.

ARTICLE VII

The Company will be manager managed. The Initial managers are:

<u>Name</u>	<u>Address</u>
William Langley	4240 Oro Place Jacksonville, FL 32207
Barbara McMorrow	4333 Point La Vista Jacksonville, FL 32207

ARTICLE VIII

The general nature of the business that will be transacted by the Company is operating a Visiting Angels franchise.

ARTICLE IX

The members intend that the Company operate under Subchapter K of the federal income tax code.

ARTICLE X

No contract or other transaction between the Company and any other company will be affected by the fact that any member or manager of this Company has a material financial interest in or is a member or manager of the other company if the material facts of the transaction and the member's or manager's interest in the transaction were disclosed prior to the vote to approve the transaction, and the transaction is fair to the Company.

ARTICLE XI

The Company will have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a health insurance plan, or other retirement or incentive compensation plans. The Company will have the power to make loans, secured or unsecured, to its members, providing the members are active participants in the operation of the Company.

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ARTICLE XII

The Company will indemnify any and all persons who serve, or have served at any time as a manager of the Company, and may indemnify any person who is or was an employee or agent of the Company. Indemnification will be subject to the general standards for managers as set forth in the Act.

ARTICLE XIII

The name and address of the organizer and person signing these Articles of Organization are:

NameAddress

Howard A. Caplan

245 Riverside Ave., Suite 150
Jacksonville, FL 32202

The undersigned organizer has executed these Articles of Organization, this 25th day of April, 2014.


Howard A. Caplan

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ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated company, at the place designated in the Articles of Organization to which this is attached, I accept to act in this capacity, and agree to comply with the provisions of law relative to the registered office.

Dated this 25th day of April, 2014.

William Langley

A handwritten signature in cursive script, reading "William Langley", is written over a horizontal line.