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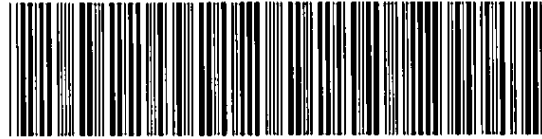
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Tender Touch Newborn Care, LLC

____ Art of Inc. File _____
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____ Foreign Corp. File _____
____ L.C. File _____
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**ARTICLES OF ORGANIZATION FOR
TENDER TOUCH NEWBORN CARE, L.L.C.
(A FLORIDA LIMITED LIABILITY COMPANY)**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE I

NAME

The name of the Limited Liability Company is: TENDER TOUCH NEWBORN CARE, L.L.C. (the "Company").

ARTICLE II

ADDRESS

The principal office address of the Company is 1515 Overland Drive, Spring Hill, Florida 34605.

The mailing address of the Company is P.O. Box 51, Brooksville, Florida 34605.

ARTICLE III

MANAGEMENT

The Company is to be managed by the Member who is designated, appointed, or elected to act as the managing Member in accordance with the Operating Agreement of the Company.

The managing Member who is designated by the managing Member (s) as the President shall carry out and further the decisions and actions of the managing Member (s) made under the Operating Agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages, security agreements, and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

In accordance with the Florida Revised Limited Liability Company Act, F.S. 605.0101 et seq., the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

/s/ Loretta L. Barbee

Loretta L. Barbee, Managing Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Under the provisions of the Florida Revised Limited Liability Company Act, F.S. 605.0101 et seq., the Company submits the following statement to designate a registered office and registered agent in the State of Florida.

The name of the limited liability company is TENDER TOUCH NEWBORN CARE, L.L.C.

The name and the Florida street address of the registered agent are: Robert Allen Morris Jr. Esq. 129 North Main Street, Brooksville, Florida 34601

Having been named as registered agent and to accept service of process for the above-stated limited liability company 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.

/s/

Robert A. Morris Jr. Esq.