

**Electronic Articles of Incorporation
For**

N03000008566
FILED
October 02, 2003
Sec. Of State

ELDERMED OF AMERICA, CORP.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ELDERMED OF AMERICA, CORP.

Article II

The principal place of business address:

2171 DEER HOLLOW CIRCLE
LONGWOOD, FL. US 32779

The mailing address of the corporation is:

P.O. BOX 162925
ALTAMONTE SPRINGS, FL. 32716-292

Article III

The specific purpose for which this corporation is organized is:

TO ESTABLISH AN APPROACH FOR PROVIDING CARE TO THE FRAIL,
ELDERLY AND DISABLED POPULATION.

Article IV

The manner in which directors are elected or appointed is:

NOMINATED AND VOTED ON

Article V

The name and Florida street address of the registered agent is:

LAWRENCE SCHINDLER
2171 DEER HOLLOW CIRCLE
LONGWOOD, FL. 32779

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LAWRENCE SCHINDLER

Article VI

The name and address of the incorporator is:

LAWRENCE SCHINDLER
2171 DEER HOLLOW CIRCLE

LONGWOOD, FLORIDA 32779

Incorporator Signature: LAWRENCE SCHINDLER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR
LAWRENCE SCHINDLER
2171 DEER HOLLOW CIRCLE
LONGWOOD, FL. 327797005 US

Title: DIR
MICHAEL CAMILLERI
2101 N.W. CORPORATE BLVD., SUITE 415
BOCA RATON, FL. 33431 US

Title: DIR
DAVID M SCHINDLER
2171 DEER HOLLOW CIRCLE
LONGWOOD, FL. 32779 US

Title: DIR
JAMES A SHANKS
2171 DEER HOLLOW CIRCLE
LONGWOOD, FL. 32779 US

Article VIII

The effective date for this corporation shall be:

10/01/2003