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Hart & Swett, P.A.
A T T O R N E Y S - A T - L A W

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May 1, 2006

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: VNA, Inc. and
Visiting Nurses of Southwest Florida, Inc.
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find two originals of the Articles of Incorporation on behalf of VNA, Inc. and Visiting Nurses of Southwest Florida, Inc. together with a check in the amount of \$140.00, filing fee.

Thank you for your assistance.

Sincerely yours,

KNOTT, CONSOER, EBELINI,
HART & SWETT, P.A.



Paula A. Weller, Legal Assistant to
Thomas B. Hart
Encls:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2006

PAULA A WELLER
KNOTT CONSOER EBELINI ET AL.
PO BOX 2449
FORT MYERS, FL 33902-2449

SUBJECT: VNA, INC.
Ref. Number: W06000020803

We have received your document for VNA, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 506A00031747

**ARTICLES OF INCORPORATION
OF
VNA, INC.**

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a not-for-profit corporation under the provision of Chapter 617 of the Florida Statutes known as the Florida Not For Profit Corporation Act, as follows:

ARTICLE I

The name of the corporation is VNA, Inc.

ARTICLE II

The term of this corporation is fixed in perpetuity and is to commence when these Articles of Incorporation are filed with the Department of State.

ARTICLE III

VNA, Inc. is organized to promote skilled nursing care and other therapeutic services to individuals and families, and in general, to exercise any, all and every power for which a non-profit organization organized under the Florida Not For Profit Corporation Act can be authorized to exercise. All of the property of this corporation and any accumulations thereof shall be held and administered to effectuate these purposes. In no event shall its property, whether principal or income, be diverted to private purposes.

ARTICLE IV

The initial registered office is located at 3653 Central Avenue, Fort Myers, Florida 33901, and Anna L. Vann of 3653 Central Avenue, Fort Myers, Florida 33901 is the initial registered agent.

FILED
CLERK OF DISTRICT COURT
06 MAY 15 AM 9:43

ARTICLE V

The number of directors constituting the initial board of directors is four (4), and such board shall be known as Trustees. The names and addresses of the initial board of Trustees are:

NAME	ADDRESS
Anna L. Vann	3653 Central Avenue Fort Myers, Florida 33901
George J. Wichterman	3653 Central Avenue Fort Myers, Florida 33901
Robert G. Richardson	3653 Central Avenue Fort Myers, Florida 33901
Marjorie S. Lincoln	3653 Central Avenue Fort Myers, Florida 33901

ARTICLE VI

The name and address of the incorporator is:

NAME	ADDRESS
Anna L. Vann	3653 Central Avenue Fort Myers, Florida, 33901

ARTICLE VII

The affairs of this corporation shall be conducted by the Board of Trustees.

ARTICLE VIII

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Trustees.

ARTICLE IX

Directors will be elected at the Annual Meeting as provided in the Bylaws of the corporation.

ARTICLE X

The Articles of Incorporation shall be amended by resolution as provided in the bylaws, and the amendment incorporated therein when the amendment has been filed with the Department of State, approved by it, and all filing fees have been paid.

IN WITNESS WHEREOF the incorporators have signed these Articles of Incorporation this 21st day of April 2006.

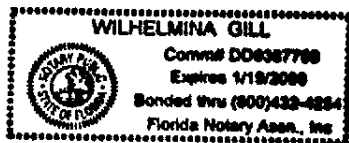
Anna L. Vann
Anna L. Vann

STATE OF FLORIDA)
) SS.
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 21st day of April, 2006, by Anna L. Vann who is personally known to me or who has presented personally known as identification.

Wilhelmina Gill
Notary Public
Wilhelmina Gill
Printed Name

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in
compliance with said Act:

First - that VNA, Inc., desiring to organize under the laws of the State of Florida, with
its principal office as indicated in the Articles of Incorporation at 3653 Central Avenue, Fort
Myers, Florida 33901, has named Anna L. Vann of 3653 Central Avenue, Fort Myers,
Florida 33901 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at place
designated in this Certificate, I hereby accept to act in this capacity and agree to comply with
the provisions of said Act relative to keeping open said office.

By: Anna L. Vann
Anna L. Vann, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY 15 AM 9:43