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FLORIDA PROFIT/NON PROFIT CORPORATION

ALL ABOUT HOME CARE, INC.

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From: Ricky Soto

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February 28, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPDIRECT AGENTS, INC.

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ARTICLES OF INCORPORATION  
OF  
ALL ABOUT HOME CARE, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Not-For-Profit Corporation

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

ARTICLE I  
NAME AND ADDRESS

The name of the corporation (hereinafter called "Corporation") is All About Home Care, Inc., and its initial principal office is located at 2310 North Airport Road, Ft. Myers, Florida 33907.

ARTICLE II  
DURATION

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  
PURPOSE AND POWERS

The Corporation is a nonprofit organization organized exclusively for charitable, scientific, and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). More specifically, the purposes for which the Corporation is formed are as follows:

- (a) To provide home health services in a charitable manner; and
- (b) Consistent with Section 501(c)(3) of the Code, to do such acts and carry on such business as may be permitted by nonprofit corporations under the Act and other laws of the State of Florida and the United States in order to accomplish the above purposes.

ARTICLE IV  
MEMBERSHIP

The sole corporate member of the Corporation shall be Page Healthcare, Inc.

ARTICLE V  
REGISTERED AGENT

The initial registered office is located at 2310 North Airport Road, Ft. Myers, Florida 33907 and Weston R. Edwards of such address is the initial registered agent.

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**ARTICLE VI**  
**LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Third Article hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

**ARTICLE VII**  
**DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court with appropriate jurisdiction, exclusively for such purposes or to such organizations, as said Court shall determined, which are organized and operate exclusively for such purposes.

**ARTICLE VIII**  
**DIRECTORS**

The number of Directors of the Corporation shall be set forth in the Bylaws of the Corporation. Except as may otherwise be provided in these Articles of Incorporation, the requirements for membership on the Corporation's Board of Directors and the manner of election or appointment of the Directors of the Corporation shall be prescribed by the Bylaws of the Corporation.

**ARTICLE IX**  
**INCORPORATOR**

The name and address, including street and number of the incorporator is as follows:  
Weston R. Edwards, 2310 North Airport Road, Ft. Myers, Florida 33907

To: +1 (850) 205-0381  
Subject: 000177.64436.1


From: Ricky Soto

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IN WITNESS WHEREOF, the incorporators of this corporation, have executed these  
Articles of Incorporation on this 23 day of February, 2007.

  
Weston R. Edwards, Incorporator

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CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT  
UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED

Having been appointed registered agent of All About Home Care, Inc. in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

[Insert Name]

By: Wesford R. Edwards  
Print Name: Wesford R. Edwards  
Print Title: President / CEO

Dated: February 23, 2007

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