



THE UNITED STATES
CORPORATION
COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 812273 7223122

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : August 25, 2000

ORDER TIME : 8:26 AM

ORDER NO. : 812273-005

CUSTOMER NO: 7223122

CUSTOMER: Ms. Suzanne M. Noe
Ms. Suzanne M. Noe

200003374142--0

1138 Greenridge Rd.

Jacksonville, FL 32207

DOMESTIC FILING

NAME: NOE PLACE LIKE HOME, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

PA 8/28/00

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TALLAHASSEE, FLORIDA

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NOE PLACE LIKE HOME, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NOE PLACE LIKE HOME, INC.

The address of the principal office of this corporation shall be 1138 Greenridge Road, Jacksonville, Florida 32207, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Suzanne M. Noe	1138 Greenridge Road
Dir.	Jacksonville, Florida 32207

Phillip L. Noe	1138 Greenridge Road
Dir.	Jacksonville, Florida 32207

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ARTICLE VII. INCORPORATOR

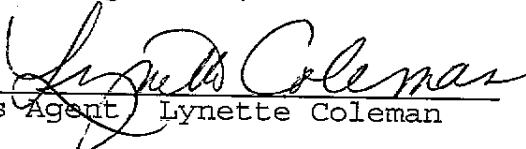
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and street address of the incorporator to
these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on August 28, 2000.

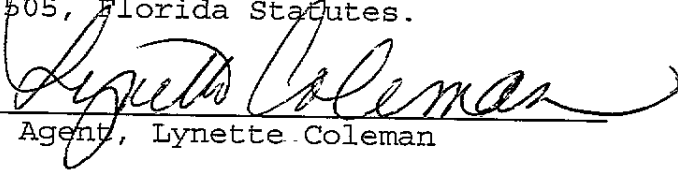
By:


Its Agent Lynette Coleman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

By:


Its Agent, Lynette Coleman

dew