

PO00092247

Requester's Name

Address

City/State

CHUCK MOGBC, P.A.
Certified Public Accountant
2800 W. Oakland Park Blvd
Oakland Park, FL 33311

Office Use Only

CORPORATION

IDENTIFICATION NUMBER(S), (if known):

900003406729-9
-09/27/00--01076--001
*****78.75 *****78.75

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

FILED
 00 SEP 27 PM 2:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

JSB
9/29

Examiner's Initials

ARTICLES OF INCORPORATION
FOR
ELDORADO HOME HEALTH SERVICES, INC.

FILED
00 SEP 27 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporate(s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I- NAME

The name of the corporation shall be: Eldorado Home Health Services, Inc.

ARTICLE II- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1401 S. STATE ROAD 7
SUITE B2B
N. LAUDERDALE, FL 33068

ARTICLE III- CAPITAL STOCK

The number of share of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000 SHARES HAVING A PAR VALUE OF ONE DOLLAR
(\$1.00) PER SHARE. THE CONSIDERATION TO BE PAID
FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE
BOARD OF DIRECTORS.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CHUCK MOGBO, P.A.
2800 W.OAKLAND PARK BLVD.,
SUITE 209
OAKLAND PARK, FL 33311
(954) 739-4669

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

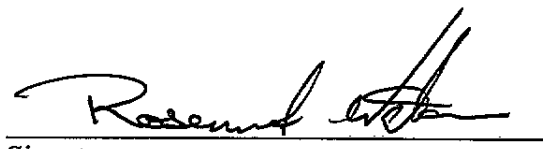
LEYLAND BENN
1122 E. 92ND STREET
BROOKLYN, NY 11236

ROSEMUND NORTON
1122 E. 92ND STREET
BROOKLYN, NY 11236

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

21ST day of SEPTEMBER, 2000.


Signature



Signature

STATE OF FLORIDA

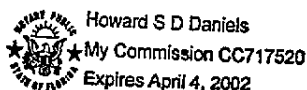
COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared the subscriber(s), who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

In witness whereof, I have hereunto set my hand and official seal at Fort Lauderdale, said county and state, this 21ST day of SEPTEMBER, 2000.


NOTARY PUBLIC
State of Florida
at Large

My commission expires:



ARTICLE VI- NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other State, County, Territory or Nation.

ARTICLE VII- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII- OFFICERS

The name(s) and post office address(es) of the members of the Board of Directors and officer(s) who shall hold office for the corporation is (are) as follows:

Leyland Benn/President
1122 E. 92nd Street
Brooklyn, NY 11236

Rosemund Norton/Secretary/Treasurer
1122 E. 92nd Street
Brooklyn, NY 11236

ARTICLE IX - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE XI - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

CERTIFICATE OF DESIGNATION
REGISTERED/AGENT REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

The name of the corporation is: ELDORADO RETIREMENT HOME, INC.

2. The name and address of the registered agent and office is:

CHUCK MOGBO, P.A.
2800 W. OAKLAND PARK BOULEVARD
SUITE #209
OAKLAND PARK, FL 33311

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____


CHUCK MOGBO/PRESIDENT

DATE: _____

09/21/00

ELDORADO HOME HEALTH, INC. 9/13/2000

00 SEP 27 PM 2: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED