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A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141  
(305) 868-5365

March 9, 2001

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

In Re: Incorporation of ONE VOICE NURSING AND HOME  
HEALTH CARE, INC.

Dear Gentlemen:

Please file the aforesaid corporation and return said  
filed Articles and Resident Agent Form to:

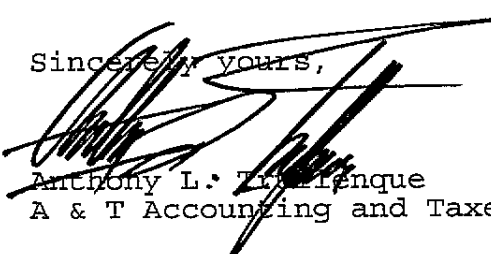
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Miami Beach, Florida 33141

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-04/02/01--01061--014  
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Furthermore, please find herein enclosed the appropriate  
check for the filing fees together with the Articles of  
Incorporation and Designation of Resident Agent Form.

In the event you should have any questions, please do  
not hesitate to call us at (305) 868-5365 or write to us at  
the above styled address.

Sincerely yours,

  
Anthony L. Trullienque  
A & T Accounting and Taxes

at/IT

cc: Archived

F. CHESLER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ONE VOICE NURSING AND HOME HEALTH CARE, INC.

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE  
NAME

The name of the corporation is:

ONE VOICE NURSING AND HOME HEALTH CARE, INC.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

- A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

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TALLAHASSEE, FLORIDA

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B.) The Corporation may more particularly engage in the following businesses and/or activities:

- 1.) To engage in the business of offering Services in Nursing and Companionship as well as Home Health Management in the Community and local Churches and low income families;
- 2.) To engage in the business of Publishing, editing, writing all kind of educational literatures such as pamphlets, books, booklets but not limited to the selling of such publications;
- 3.) To engage in the business of importing and Exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;
- 4.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;
- 5.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

- 6.) And engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated;
- 7.) To act as a purchase agent, develop sales seminars, vending seminars, sales consulting, resale, retail and wholesale businesses, develop and coordinate trade shows and exhibitions act as a distributor and or fulfillment agent for all types of merchandise or products both durable and non-durable;
- 8.) And to engage in the any and all commercial or other lines of business or businesses as the corporation may deem advisable.

#### ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

#### ARTICLE FIVE REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

JULIETTE DIANE LEWIS-MARTIN  
4315 NW 18TH AVENUE  
MIAMI, FLORIDA 33142

The corporate address and/or corporate headquarters  
shall be located at:

4315 NW 18TH AVENUE  
MIAMI, FLORIDA 33142

ARTICLE SIX  
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially.  
The name and address of the initial director of the  
corporation is:

JULIETTE DIANNE LEWIS-MARTIN  
4315 NW 18TH AVENUE  
MIAMI, FLORIDA 33142

ARTICLE SEVEN  
INCORPORATORS

The initial incorporators is as follows:

JULIETTE DIANNE LEWIS-MARTIN  
4315 NW 18TH AVENUE  
MIAMI, FLORIDA 33142

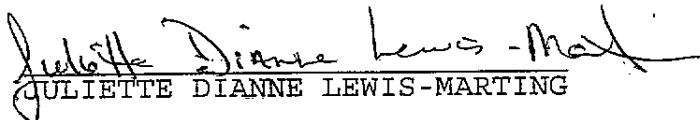
ARTICLE EIGHT  
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE  
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 9th day of March, Two thousand and one (2001):

  
JULIETTE DIANNE LEWIS-MARTING

STATE OF FLORIDA                    )  
  )    s.s.  
COUNTY OF MIAMI-DADE         )

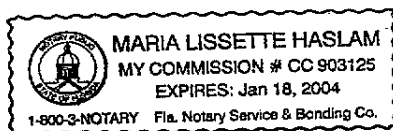
BEFORE ME, a Notary Public authorized to take  
acknowledgments in the State of Florida, County of Dade,  
and City of Miami Beach, personally appeared :

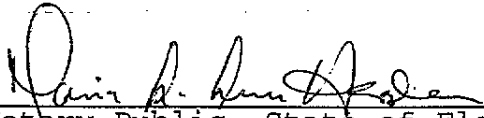
JULIETTE DIANNE LEWIS-MARTIN

Known to me and by me to be the person who executed the  
foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 9th day of March, two thousand and one (2001).

My commission expires:



  
Notary Public, State of Florida



DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted  
in compliance with said Statutes:

FIRST--That ONE VOICE NURSING AND HOME HEALTH CARE, INC.  
is qualified to do business under the laws of the State of  
Florida with its principal office at 4315 NW 18TH AVENUE,  
City of MIAMI, State of Florida, County of Miami Dade, and  
has appointed JULIETTE DIANNE LEWIS-MARTIN, as it's agent to  
accept Service of Process within this State and whose address  
is: 4315 NW 18TH AVENUE, MIAMI, FLORIDA 33142.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named 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 and  
further agree to comply with the provision of said Statutes  
relative to keeping open said office.

BY: Juliette Dianne Lewis-Martin  
JULIETTE DIANNE LEWIS-MARTIN  
REGISTERED AGENT

01 APR - 2 AM 8:24  
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TALLAHASSEE, FLORIDA