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STEVEN LUBETSKY
ATTORNEY AT LAW
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BOCA RATON, FLORIDA 33498

April 11, 2001

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

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-04/20/01--01105--015
*****70.00 *****70.00

Re: Shalom Nursing Services, Inc.

To Whom It May Concern:

Enclosed please find a copy of the Articles of Incorporation for Shalom Nursing Services, Inc. and Designation of Registered Agent. Enclosed also please find a check for the sum of \$70.00 to cover all filing fees. Please send all acknowledgements to me at the address indicated on this letterhead.

Please feel free to contact me should you have any questions or require additional information. I appreciate your assistance and cooperation in this matter.

Sincerely,



Steven Lubetsky, Esq.

Enclosures

FILED
01 APR 20 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK APR 23 2001

BARS IN FLORIDA, PENNSYLVANIA, AND NEW JERSEY
(561) 218-0378; CELL: (561) 302-4472; FAX: (561) 451-1198

No Copy

(4)

ARTICLES OF INCORPORATION

OF

SHALOM NURSING SERVICES, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

SHALOM NURSING SERVICES, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be permitted by the operation is as follows:

1. The corporation may engage in any activity or business which is permitted under the laws of the State of Florida.
2. And, in general, to carry on any other business in connection with the foregoing of which calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock, having a par value of ONE DOLLAR (\$1.00) per share. The initial distribution of stock shall be as follows:

JEANETTE WINDMON	1,000 Shares
401 SOUTHAMPTON A	
CENTURY VILLAGE	
WEST PALM BEACH, FLORIDA 33417	

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is ONE THOUSAND DOLLARS (\$1,000.00), 1,000 shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

COMMENCEMENT AND DURATION: This corporation is to commence existence upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS: The name of this corporation shall be

SHALOM NURSING SERVICES, INC. ,

having its principal place of business at:

2001 PALM BEACH LAKES BOULEVARD
SUITE 300-B
WEST PALM BEACH, FLORIDA 33409-6515

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, and establish branch officers in any place within the State of Florida, as the said corporation may desire.

ARTICLE VII

DIRECTORS: This corporation shall have One (1) Director initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be fewer than one (1).

ARTICLE VIII

DIRECTORS: The names and addresses of the first Board of Directors to these Articles of Incorporation are as follows:

JEANETTE WINDMON: President/Vice-President/Secretary/Treasurer/Director
401 SOUTHAMPTON A
CENTURY VILLAGE
WEST PALM BEACH, FLORIDA 33417

ARTICLE IX

OFFICERS: The names and addresses of the original officers are as follows:

JEANETTE WINDMON: President/Vice-President/Secretary/Treasurer/Director
401 SOUTHAMPTON A
CENTURY VILLAGE
WEST PALM BEACH, FLORIDA 33417

ARTICLE IX

INCORPORATORS AND SUBSCRIBERS: The Incorporators and Subscribers to all of the capital shares of the corporation are:

JEANETTE WINDMON: President/Vice-President/Secretary/Treasurer/Director
401 SOUTHAMPTON A
CENTURY VILLAGE
WEST PALM BEACH, FLORIDA 33417

ARTICLE X

AMENDMENT: These Article of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XI

DESIGNATION OF REGISTERED AGENT: GLORIA PERSAD, RN, BSN

2001 PALM BEACH LAKES BOULEVARD, SUITE 300-B,
WEST PALM BEACH, FLORIDA 33409-6515

is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for

SHALOM NURSING SERVICES, INC.

at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Gloria Persad

GLORIA PERSAD,
REGISTERED AGENT

I, THE UNDERSIGNED, being the original subscriber to the capital stock hereinabove named for the purpose or forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 18 day of April, 2001.

Jeanette Windmon
JEANETTE WINDMON

Sworn to and subscribed before me this 18 day of April, 2001.

Gary P. Lawrence
NOTARY PUBLIC,
STATE OF FLORIDA



Gary P. Lawrence
MY COMMISSION # CC887242 EXPIRES
November 11, 2003
BONDED THROUGH TROY FAIR INSURANCE, INC.

My Commission Expires: