

PO1000082967

Sandra Candy Klapot  
8842 Dickens Avenue  
Surfside, FL 33154

August 16, 2001

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

900004546763--4  
-08/21/01--01034--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Prestige Home Care Services, Inc.

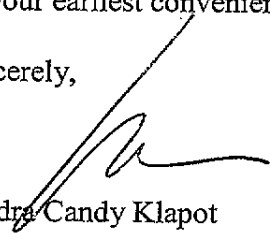
Dear Sir or Madam:

Enclosed please find original and one copy of the Articles of Incorporation of Prestige Home Care Services, Inc., together with our check in the amount of \$78.75 representing the following:

\$70.00	Incorporate fees
8.75	Certified Copy

Please return a certified copy, at your earliest convenience.

Sincerely,

  
Sandra Candy Klapot

Enclosures

FILED  
01 AUG 21 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Spent  
8/21/01

**FILED**

01 AUG 21 PM 1:04

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
PRESTIGE HOME CARE SERVICES, INC.

The undersigned, acting as incorporator of PRESTIGE HOME CARE SERVICES, INC. (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is: PRESTIGE HOME CARE SERVICES, INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the Corporation is:

21014 West Dixie Highway  
North Miami Beach, FL 33180

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of Common Stock at \$1.00 par value per share.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 21014 West Dixie Highway, North Miami Beach, FL 33180 and the name of the Corporation's initial registered agent at that address is SANDRA CANDY KLAPOT.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) director(s) initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The names and addresses of the initial director(s) are:

<u>Names</u>	<u>Addresses</u>
Sandra Candy Klapot	8842 Dickens Avenue Surfside, FL 33154
Maria Cristina Arcebedo	547 Clemont Court Weston, FL 33326

ARTICLE IX

INCORPORATOR

The name and street address of the incorporators are:

<u>Name</u>	<u>Address</u>
Sandra Candy Klapot	8842 Dickens Avenue Surfside, FL 33154
Maria Cristina Arcebido	547 Clemont Court Weston, FL 33326

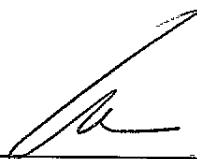
ARTICLE X

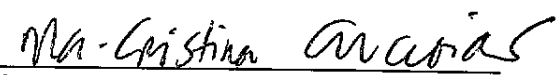
INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 15 day of August, 2001.

  
Sandra Candy Klapot, Incorporator

  
Maria Cristina Arcebedo, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for PRESTIGE HOME CARE SERVICES, CORP., in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

  
Sandra Candy Klapot  
Registered Agent  
21014 West Dixie Highway  
North Miami Beach, FL 33180

**FILED**  
01 AUG 21 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA