

Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

HERE TO CARE, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**HERE TO CARE, INC.**

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The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Here to Care, Inc.

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

Warrington Enterprises, Inc.  
5800 Clark Road  
Sarasota, Florida 34233

3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Officers and Directors. The names and address of the initial officers and directors of the Corporation are:

Jeffrey M. Warrington	-	Director and President
5800 Clark Road		
Sarasota, Florida 34233		

Jason H. Warrington	-	Director and Vice President
5800 Clark Road		

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Sarasota, Florida 34233

H. Monroe Warrington  
5800 Clark Road  
Sarasota, Florida 34233

Director and Secretary/Treasurer

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6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

H. Monroe Warrington  
5800 Clark Road  
Sarasota, Florida 34233

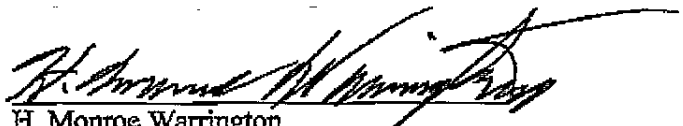
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

H. Monroe Warrington  
5800 Clark Road  
Sarasota, Florida 34233

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 13<sup>th</sup> day of December 2001.

  
H. Monroe Warrington  
Incorporator and Registered Agent

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