

PO2000117792

Sharon Charles

(Requestor's Name)

1256 Howland Blvd.

(Address)

(Address)

Deltona, Fl. 32738

(City/State/Zip/Phone #)

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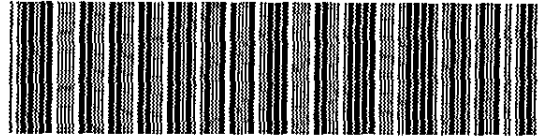
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TALLAHASSEE, FLORIDA

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Articles of Incorporation
for
Guiding Hands Services, Inc.

The undersigned incorporator, being a person competent to contract subscribes to these Articles of Incorporation to form a for profit corporation under the laws of the State of Florida.

Article I

Name. The name and mailing address of this corporation is:

Guiding Hands Services, Inc.
1256 Howland Boulevard
Deltona, Florida 32738

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TALLAHASSEE, FLORIDA

Article II

Business Activities. This corporation may and is authorized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

Article III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1 per share, with the consideration to be paid for each share to be in money, property, or services actually performed as may be fixed by the Board of Directors.

Article IV

Term of Existence. This corporation shall commence on date of execution and shall have perpetual existence.

Article V

Initial Registered Office and Agent. The address of the initial registered office of the corporation is 1256 Howland Boulevard, Deltona, Florida 32738 and name of the initial registered agent of the corporation at that address is Sharon Charles.

Article VI

Number of Directors. This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the Board of Directors or the shareholders in accordance with the By-laws of this corporation. Directors as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting.

Article VII

Initial Board of Directors. The name and address of the initial directors of this corporation is:

Sharon Charles
1256 Howland Boulevard
Deltona, Florida 32738

Sonia Adside
2521 Georgia Avenue
Sanford, Florida 32773

Article VIII

Incorporator. The name and address of the incorporator signing these articles is:

Sharon Charles
1256 Howland Boulevard
Deltona, Florida 32738

Articles IX

Lost or Destroyed Certificates. Stock Certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time-to-time provided for in the by-laws of this corporation.

Article X

Amendment to Articles. These Articles 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 shareholders and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation upon the shareholders are subject to this reservation.

Article XI

By-Laws. The power to adopt, alter, amend or repeal By-laws of this corporation shall be vested in the Board of Directors.

Article XII

Indemnification. This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by the law.

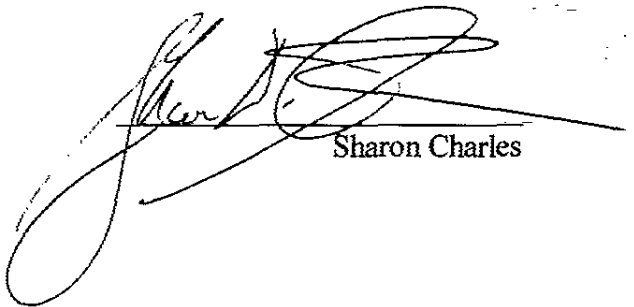
Article XIII

Right of first Refusal. No shareholder of this corporation shall have the right to sell or assign stock of this corporation without having first offered to sell such shares first to the corporation and then to other shareholders of the corporation at the same price and at the same terms and conditions pursuant to which the shareholder intends to sell their shares subject only to this right of first refusal in the corporation and the other shareholders.

Each stock certificate issued representing shares of this corporation shall bear a restrictive legend as follows:

The transfer of this stock certificate and the shares represented hereby is subject to the right of first refusal of the corporation and the other shareholders contained in the Articles of Incorporation to which the holder hereof assents.

IN WITNESS WHEREOF, the undersigned does set their hand and seal and has acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28th day of October, 2002.


Sharon Charles

STATE OF FLORIDA

COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Sharon Charles, who produced a current driver's license issued by the State of Florida Department of Motor Vehicles as identification, and they executed the foregoing Articles of Incorporation in my presence freely and voluntarily, and for the uses and purposes expressed therein.

WITNESS my hand and official seal in the County and State aforesaid this 28th day of October 2002.


Notary Public, State of Florida

Sharon Jenkins Charles presented
FL. Drivers Lic. # CB42-79066-581-0



Deborah M. McCallum
MY COMMISSION # DD028728 EXPIRES
May 23, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

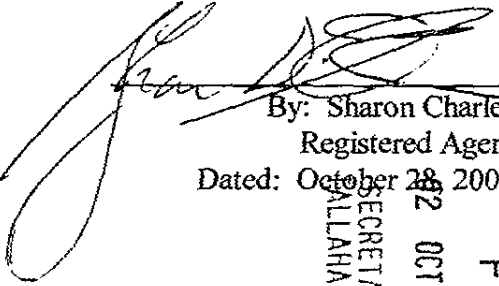
**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN THE STATE**

Pursuant to Chapter 48.091 Florida Statutes the following is submitted in compliance with said Act:

Guiding Hands Services, Inc., desiring to organize as a corporation under the laws of the State of Florida with its registered office at 1256 Howland Boulevard Deltona, Florida 32738, has named Sharon Charles as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


By: Sharon Charles
Registered Agent
Dated: October 28, 2002
FILED
OCT 31 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA