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MARSHALL & WRIGHT, P.A.

Attorneys-At-Law

301 N. Volusia Avenue • Orange City, Florida 32763

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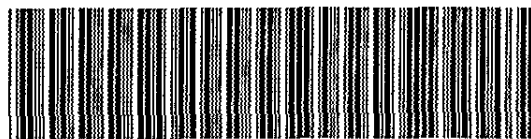
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F. CHESLER

JUN 6 -

ARTICLES OF INCORPORATION
OF
KIMBER KARE, INC.

FILED
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TALLAHASSEE, FLORIDA
03 JUN -2 AM 8:22

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the Corporation is KIMBER KARE, INC.

ARTICLE TWO:

The duration of the corporation is perpetual with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. To engage in any or all of the aspects of operating a facility to provide a home setting environment including residential rehabilitation, with high quality care to mentally challenged individuals positively changing lives to the fullest.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 307 Heritage State Lane, DeLand, FL 32720, and the name of its initial registered agent at such address is KIMBERLY S. GREEN. This address is also the address of the principal office and mailing address for the corporation. KIMBERLY S. GREEN, by executing these ARTICLES states that she is familiar with and accepts the duties and responsibilities as registered agent for this

corporation.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two
(2). The names and addresses of the persons who are to serve as members of the initial board are:

<u>NAME</u>	<u>ADDRESS</u>
Kimberly S. Green	307 Heritage State Lane DeLand, FL 32720
Jerome J. Porter	719 E. New St. DeLand, FL 32724



ARTICLE SEVEN:

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Kimberly S. Green	307 Heritage State Lane DeLand, FL 32720
Jerome J. Porter	719 E. New St. DeLand, FL 32724

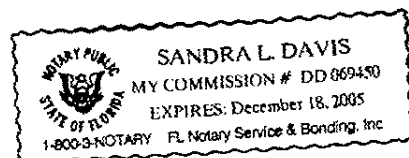
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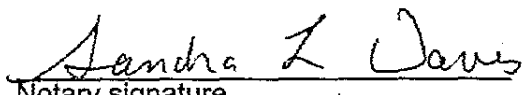
Executed by the undersigned at Orange City, Florida, on the 28th day of May, 2003.


KIMBERLY S. GREEN
Incorporator/Registered Agent

JEROME J. PORTER
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 28th day of May, 2003, by KIMBERLY S. GREEN and JEROME J. PORTER, () who are personally known to me or () who have produced FL OC's as identification.




Notary signature
Sandra L. Davis
Notary name printed
Commission No. _____
My commission expires: _____