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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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2005 MAY -2 A 10:40  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

angel's whispers at-home assistance services, inc.

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ARTICLES OF INCORPORATION  
OF

ANGEL'S WHISPER AT-HOME ASSISTANCE SERVICES, INC.

Article I - Name

The name of this corporation is ANGEL'S WHISPER AT-HOME ASSISTANCE SERVICES, INC.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

Article III - Purposes

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this

KURT R. KLAUS, JR., ESQ.

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Fla Bar No: 299804

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corporation is 3191 Coral Way, Suite 402-A, Miami, Florida 33145, and the name of the initial registered agent of this corporation at that address is KURT R. KLAUS, JR.

Kurt R. Klaus, Jr., Esq.  
3191 Coral Way, Suite 402-A (Tel): (305) 461-4447  
Miami, Florida 33145 (Fla. Bar #: 299804)

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

MAXINE A. SHORT  
President and Director  
3202 Dedham Street  
Mims, Florida 32754

Article VIII - Incorporator

The name and address of the person signing these articles:

KURT R. KLAUS, JR., ESQ.  
3191 Coral Way, Suite 402-A  
Miami, Florida 33145

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

KURT R. KLAUS, JR.  
3191 Coral Way, Suite 402-A  
Miami, Florida 33145

In pursuance of Chapter 48.091 Florida Statutes, the following

is submitted, in compliance with said Act:

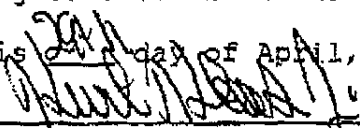
First: That ANGEL'S WHISPER AT-HOME ASSISTANCE SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office at 3202 Dedham Street, Mims, Florida 32754, has named KURT R. KLAUS, JR., as its registered agent.

ACKNOWLEDGMENT:

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

  
KURT R. KLAUS, JR.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation, this <sup>29th</sup> day of April, 2005.

  
KURT R. KLAUS, JR.

State of Florida )  
County of Miami-Dade )

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, KURT R. KLAUS, JR., known to me and known by me to be the person who executed the foregoing articles of incorporation, and acknowledged before me that he executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my

TOTAL P.05

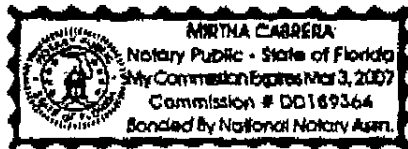
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official seal, in the state and county aforesaid, this 29th day  
of April, 2005.

Mirtha Cabrera

NOTARY PUBLIC, State of Florida  
at Large.

My Commission Expires:



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