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FLORIDA PROFIT/NON PROFIT CORPORATION

ATTE Home Care, Inc.

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**ARTICLES OF INCORPORATION  
OF  
ATTE HOME CARE, INC.**

The undersigned, acting as the Incorporator of ATTE HOME CARE, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I - NAME AND ADDRESS**

The name of this Corporation is ATTE HOME CARE, INC., whose mailing address is 5617 N.W. 7 Street, Suite 205, Miami, Florida 33126.

**ARTICLE II - CORPORATE EXISTENCE**

This Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

**ARTICLE III - DURATION**

This Corporation shall exist perpetually.

**ARTICLE IV - PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE V - CAPITAL STOCK**

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be:

5617 N.W. 7 Street, Suite 205  
Miami, Florida 33126

The name of the initial registered agent of this Corporation at that address shall be:

Paul M. Ramos

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**ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS**

A. This Corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this Corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Paul M. Ramos	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126	Chairman of the Board President
Keren Brown Wilson	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126	Director Vice President
Nicholas Cross	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126	Director Secretary
Aleli Puig	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126	Director Treasurer
Ralph Maya	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126	Director

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Paul M. Ramos	5617 N.W. 7 Street, Suite 205 Miami, Florida 33126

**ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders.

**ARTICLE X - AMENDMENT**

The power to adopt, alter, amend, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, shall be vested in the shareholders.


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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9<sup>th</sup> day of June, 2006.

  
Paul M. Ramos, Incorporator

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

The undersigned, having been named as registered agent for ATTE HOME CARE, INC. at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of Section 607.0505 of the Florida Statutes.

  
Paul M. Ramos

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