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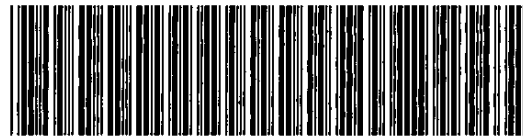
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06 NOV 22 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE NOV 22 2006

ARTICLES OF INCORPORATION OF

FILED

PEOPLE'S PALACE ADULT FAMILY CARE HOME, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be PEOPLE'S PALACE ADULT FAMILY CARE HOME, INC.

ARTICLE II - ADDRESS

The street address of the initial registered office of the corporation shall be: 442 Borraclough Avenue NW, Palm Bay, FL 32907

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - INITIAL STOCK

The initial amount of stock issued by this corporation is 100 shares having a par value of one dollar (\$1.00) per share.

ARTICLE V - REGISTERED AGENT

The name and address of the initial Registered Agent for the corporation shall be: Janice Pinto, 436 Calomindin Avenue NW, Palm Bay, FL 32907.

NOTED

NOTED

ARTICLE VI - SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of the Internal Revenue Code. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VII - TERM OF EXISTENCE.

This corporation shall exist perpetually.

ARTICLE VIII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration of his services, shall in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for the advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE IX - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are

directors or officers of any other corporation, and
any director or directors, individually or jointly, may be party or parties to, or may
be interested in such contract, act or transaction, or in any way connected with such
person or person's firm or corporation, and each and every person who may become
a director of the corporation is hereby relieved from any liability that might otherwise
exist from this contracting with corporation for the benefit of himself or any firm,
association or corporation in which he may be in any way interested. Any director of
the corporation may vote upon any transaction with the corporation without regards to
the fact that he is also a director of such subsidiary or corporation.

ARTICLE X - INCORPORATORS

The name and address of the initial incorporator is as follows:

Janice Pinto, 436 Calomindin Avenue NW, Palm Bay, FL 32907

ARTICLE XI - INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of three (3) directors. The initial board
of directors shall consist of the following persons:

Janice Pinto, 436 Calomindin Avenue NW, Palm Bay, FL 32907
Sheron Blake, 436 Calomindin Avenue NW, Palm Bay, FL 32907
Joycie Johnson, 761 Gibbons Rd. SW, Palm Bay, FL 3290 8

ARTICLE XII - INITIAL OFFICERS

The initial officers of this corporation shall be the following persons:
Janice Pinto (President)
Sheron Blake (Vice President)
Joycie Johnson (Secretary/Treasurer)

ARTICLE XIII- SHARES OF CAPITAL STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite their names:

Janice Pinto	80 shares
Sheron Blake	10 shares
Joycie Johnson	10 shares

IN WITNESS WHEREOF, the undersigned has hereunto set this his hand

and seal on this, 16th day of November, 2006

Janice Pinto
Janice Pinto

State of Florida

County of Brevard

The foregoing instrument was acknowledged before me on this 16th day of November, 2006, by Janice Pinto who is personally known to me or who has produced as identification and who did/did not take an oath.

Basil K. Waite (SEAL)
Notary Public
State of Florida

My Commission expires: August 9, 2010



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with the laws of the State of Florida.

People's Palace Adult Family Care Home, Inc., a corporation for profit organized under the laws of the State of Florida, with its principal office located at 442 Borraclough Avenue NW, Palm Bay, FL 32907 has named Janice Pinto whose address is 436 Calomindin Avenue NW, Palm Bay, FL 32907 as its Agent to accept service of process within this State.

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes of my duties and obligations of Section 607.325, Florida Statutes.

Registered Agent:

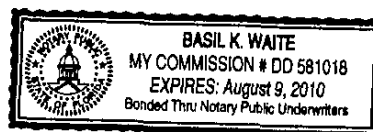
Janice Pinto.

State of Florida

County of Brevard

The foregoing was acknowledged before me this 16th day of November, 2006 by Janice Pinto, who is personally known by me or who has produced an identification and who did/did not take an oath.

Basil K. Waite (SEAL)
Notary Public
State of Florida



My commission expires: Aug 9, 2010