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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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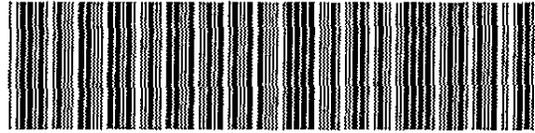
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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THE LAW FIRM OF  
**FRANK • WEINBERG • BLACK, P. L.**

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May 21, 2007

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Best In Care USA, Inc.

Dear Sir or Madam:

Enclosed please find the Certificate of Domestication and Articles of Incorporation on the above-referenced entity. Also enclosed is our attorney's check in the amount of \$128.75, representing the filing fee.

Please return a certified copy of the Articles of Incorporation and a stamped copy of the Certificate of Domestication to the undersigned in the enclosed self-addressed stamped envelope. If you have any questions regarding this matter, please feel free to contact the undersigned.

Very truly yours,

**FRANK, WEINBERG & BLACK, P.L.**



**BRUCE HURWITZ, ESQUIRE**  
For the Firm

BH/rdm

Enclosures

**CERTIFICATE OF DOMESTICATION**

The undersigned, Mark Frankel, President,  
(Name) (Title)

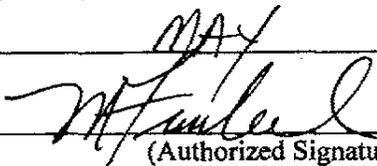
of BEST IN CARE USA, INC. a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was January 5, 2007.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was North Carolina.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was BEST IN CARE USA, INC.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is BEST IN CARE USA, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was North Carolina.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Mark Frankel, of BEST IN CARE USA, INC.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 15th day of MAY, 2007.

  
(Authorized Signature)

<b>Filing Fee:</b>	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
<b>Total to domesticate and file</b>	<b>\$128.75</b>

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BEST IN CARE USA, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: BEST IN CARE USA, INC.

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock, all of which are without par value.

ARTICLE III

The purpose for which the corporation is organized is any and all lawful business.

ARTICLE IV

The existence of the corporation shall be perpetual.

ARTICLE V

The street address of the initial registered office of the corporation is 7805 SW 6<sup>th</sup> Court, Plantation, Florida 33324, and the initial registered agent of the corporation at that address is Steven A. Weinberg.

ARTICLE VI

The principal place of business and mailing address of the corporation is located at 9379 Caserta Street, Lake Worth, Florida 33467.

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ARTICLE VII

The name and street address of the members of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified are:

<u>Name</u>	<u>Address</u>
Mark Frankel	9379 Caserta Street Lake Worth, Florida 33467
Amy S. D'Aprix	1289 Fordham Blvd. Suite 409 Chapel Hill, North Carolina 27514

ARTICLE VIII

The name and street address of each incorporator signing these articles are:

<u>Name</u>	<u>Address</u>
Mark Frankel	9379 Caserta Street Lake Worth, Florida 33467

ARTICLE IX

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED this 15<sup>th</sup> day of MAY, 2007.

By:   
Mark Frankel, Incorporator

CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE

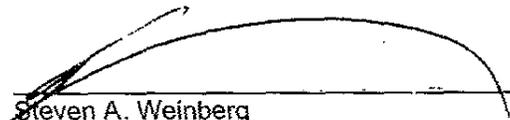
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

BEST IN CARE USA, INC., desiring to organize under the laws of the State of Florida, hereby designates Steven A. Weinberg its registered agent and 7805 SW 6<sup>th</sup> Court, Plantation, Florida 33324 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
\_\_\_\_\_  
Steven A. Weinberg  
(Registered Agent)

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