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2007 MAY 31 PM 2:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 01 2007

Maritza Martinez  
660 SW 62 Court  
Miami, FI 33144

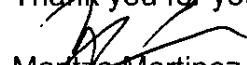
May 24, 2007

Deapartment of State  
Division of Corporations  
P.O.Box 6327  
Tallahassee, FI 32314

Re: Articles of Incorporation for Maritza Home Care Incorporated

Enclosed are an original and (1) copy of the articles or incorporation and a check for \$87.50 to cover the Filing Fee and a Certified copy and Certificate of Status.

Thank you for your time and prompt attention in this matter.

  
Maritza Martinez  
660 SW 62 Court  
Miami, FI 33144

ARTICLES OF INCORPORATION OF  
MARITZA HOME CARE INCORPORATED

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida

Article I: Name

The name of the Corporation shall be

MARITZA HOME CARE INCORPORATED

Article II: Nature of Business

The Corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States of American, the State of Florida or any other State, Country, Territory or Nation.

Article III: Capital Stock

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of \$1.00 per share.

Article IV : Address

The street address of the initial registered office of the corporation shall be: 1815 N.W. 7<sup>th</sup>. Street, Miami, Florida 33125 and the name of the initial Registered Agent for the Corporation at that address is: H. Albert Mayorga.

Article V: Special Provisions

The stock of this Corporation is intended to qualify under the requirements of Section 1244, Sub-Chapter S, of the Internal Revenue Code, and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance

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#### Article VI: Term of Existence

The Corporation shall exist perpetually.

#### Article VII: Limitation of Liability

Each Director, Stockholder and Officer, in consideration for 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 or her in connection with the defense of, or for 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 or 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 to as a matter of law.

#### Article VIII: 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 of 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, 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 the corporation for the benefit of himself or any firm, association or corporation in which he or she may be in any way interested. Any Director of the Corporation may vote upon any transaction with the Corporation without regard to the fact that he is also a director of any such subsidiary or corporation.

The Corporation shall have a minimum of one Director. The initial Board of Directors shall consist of:

Maritza Martinez

Article IX: Incorporator

The name and address of the incorporator is:

Maritza Martinez  
660 SW 62 Court  
Miami, FL 33144

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 24<sup>th</sup>. day of May 2007.

Incorporator:

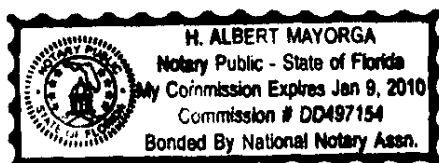
  
\_\_\_\_\_  
Maritza Martinez

State of Florida            )  
                                      )  
County of Miami-Dade    )

The foregoing instrument was executed and acknowledged before me this 24<sup>th</sup>. day of May 2007 by Maritza Martinez who has identified herself with Florida License Number: M-635-540-51-719-1

  
\_\_\_\_\_  
Notary Public State of Florida

My Commission Expires:



**DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT**

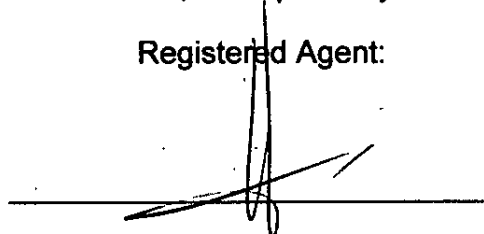
The following is submitted in compliance with the laws of the State of Florida.

MARITZA HOME CARE INCORPORATED, a corporation organizing under the laws of the State of Florida, with its principal office located at 660 S.W. 62 Court, Miami, Florida 33144, has named H. Albert Mayorga, whose address is 1815 N.W. 7<sup>th</sup>. Street, Miami, Florida 33125, as its agent to accept service of process within this State.

**Acceptance**

I agree, as registered agent, to accept service of process; to keep the office open during the prescribed business hours; to post my name ( and those of any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office, as required by law.

Registered Agent:



H. Albert Mayorga

STATE OF FLORIDA        )

)

COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared H. Albert Mayorga, who is personally known to me and who after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purposes expressed herein

WITNESS my hand and official Seal this 24<sup>th</sup>. Day of May 2007



Notary Public, State of Florida

