

TRANSMITTAL LETTER

Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

SUBJECT: K & J COMPASSIONATE CARE INC.

Enclosed are an original and (1) copy of the articles of incorporation and a check for:

\$70.00

Filing Fee

\$78.75

Filing Fee &
Certificate

\$87.50

Filing Fee, Certified Copy
& Certificate

FROM:

Jesula J. Herard

Name

15280 JOG ROAD

Address

DELRAY BEACH, FL 33446

City, State & Zip

954-449-3497 or 954-696-9486

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
K & J COMPASSIONATE CARE INC.

I, the undersigned incorporator of this corporation under chapter 607, Florida statute, as amended, adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of the corporation is:

K & J COMPASSIONATE CARE INC.

ARTICLE II- PURPOSE

The general nature of this business to conduct by this corporation:

- 1- To hire individual as care taker and companion
- 2- To develop personnel for a rewarding career
- 3- To employ, hire and appoint corporations, firms and individual in all parts of the world to act as the Board of Directors. May determine agents in such capacity and on such conditions as from time to time.
- 4- To acquire by purchase, lease or other wise, and operate vehicles or equipment of every description.
- 5- To purchase, lease, or otherwise acquire, equip, hold, own, improve, develop, manage, maintain, control, operate, lease, mortgage, create security interests in create liens upon, sell, convey, dispose of and turn to account any and all property, real and personal, improve and unimproved of very kind and description, incidental to, connected or suitable, necessary or convenient for any purpose enumerated herein, including all or parts of properties, assets, business and goodwill of any persons, corporations, or associations.
- 6- To carry on any other business or enterprise which may be carried on or exercised by a corporation organized under 607, Florida Statute, as amended except a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, or cemetery, fraternal benefit society, state fair or exposition.

ARTICLE III- CAPITAL STOCK

The maximum number of shares, which this corporation is authorized to have outstanding at any time, is 7,000 shares of common stock having a par value of \$ 2.00. the Board of Directors may authorize the issuance of such stock to such person upon terms and for such considerations, as they may deem appropriate. The consideration may include money or other property which shall be received at just valuation to be fixed by the Board of Directors of the corporation. All such stock when issued shall be fully paid for exempt from assessment. Additional shares can be authorized by the Board of Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV-DURATION

This corporation shall have perpetual existence.

ARTICLE V-PRINCIPAL PLACE OF BUSINESS

The principal place office on this corporation shall be: 15280 JOG ROAD, DELRAY BEACH, FLORIDA 33486, or other such places as may designated by the Board of Directors.

ARTICLE VI-DIRECTORS

The initial Board of Directors shall consist of three member (s). The number of directors may be increased from time to time by vote of the shareholders, but in no case, the number of directors shall be less than one. Said directors shall full of age and at least one of them to be a citizen of the United States. Any director may be removed with cause at any annual meeting where a quorum is present in person or proxy,

ARTICLE VII-INITIAL OFFICERS

The name and address of the member (s) of the first Board of Directors and Owner (s) is/are:

NAME	TITLE	ADDRESS
KEDNER DORNEVIL	PRESIDENT	5189 Washington Road Delray Beach, Fl 33484
JESULA J. HERARD	VICE-PRESIDENT	6852 SW 15 th Street Pembroke Pines, Fl 33023
JESULA J. HERARD	SECRETARY	6852 SW 15th Street Pembroke Pines, Fl 33023
KEDNER DORNEVIL	TREASURER	5189 Washington Road Delray Beach, Fl 33484

ARTICLE VII- INCORPORATOR

The name and address of the incorporator (s) is/are:

KEDNER DORNEVIL
5189 Washington Road
Delray Beach, Fl 33484


KEDNER DORNEVIL

JESULA J. HERARD
6852 SW 15th Street
Pembroke Pines, Fl 33023


JESULA J. HERARD

ARTICLE VIII- REGISTERED AGENT

The initial registered agent of the corporation to accept service of process within the State of Florida is designated as JESULA J. HERARD, 15280 JOG ROAD, DELRAY BEACH, FLORIDA, 33446

Accept:


JESULA J. HERARD

ARTICLE IX-MANAGEMENT BY STOCKHOLDERS

All corporate power shall be exercised exclusively by or under the authority of the shareholders, and the business and affairs of this corporation shall be managed under the director of the shareholders. The shareholders shall elect the following officers: a President, a Treasurer, a Secretary, and as many Vice-Presidents, Assistant Treasurer as the shareholders, from time to time, deem advisable, provide that any one or some of said officers may be held by the same person. The annual meeting of the corporation shall be held on such date as provided by the Bylaws of the corporation, which said Bylaws may be amended at anytime in accordance with their provisions. The incorporators shall manage the business of the corporation until they are issued outstanding shares of stock standing in the name of the shareholders of record.

ARTICLE X-UNANIMOUS CONSENT

The shareholders, by unanimous consent, evidenced by a writing included among the minutes of the corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been done and authorized at a meeting at which a quorum had been present.

IN WITNESS WHEREOF, the person(s) named below have hereby executed these articles of incorporation for the uses and purposes therein state on this 25th day of September 2007.


KEDNER DORNEVIL

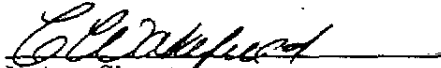

JESULA J. HERARD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

I, HEREBY CERTIFY that on this day before me as a NOTARY PUBLIC duly authorized in the State and County named above to take acknowledgements, personally appeared: KEDNER DORNEVIL AND JESULA J. HERARD to me known to the person (s) described the subscriber to the foregoing Article of Incorporation in and executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at PALM BEACH COUNTY,
FLORIDA, this 25th day of September 2007.


Notary Signature




Notary Seal

REGISTERED AGENT

In pursuance of chapter 48.092 Florida Statutes is submitted in compliance with the said act. That k & J Compassionate Care Inc. desiring to organize under the State of Florida with his principal office as indicated in the Article s of Incorporation at the city of Delray, County of Palm Beach, State of Florida has named JESULA J. HERARD, 15280 Jog Road, DELRAY BEACH, FLORIDA 33446 as its agent to accept service of process within the State.

ACCEPED:


JESULA J. HERARD

STATE OF FLORIDA
COUNTY OF PALM BEACH

I, hereby certify that on this day before me, a Notary Public, dully authorized in the State and County above named, to acknowledge, personally appeared JESULA J. HERARD to me to be the person described in and who executed the foregoing Registered Agent Certification and acknowledge before me that he subscribed to said Certificate.

WITNESS my hand and official seal in the County and State above named this 25th day of September 2007.


Notary Signature



Notary

FILED
7 OCT - 1 PM 4: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA