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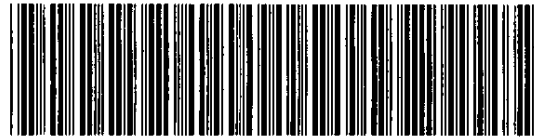
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COVER LETTER

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: VALUE CARE AT HOME OF MIAMI-DADE COUNTY,
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) INC.

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: DAVID A. SCHWARTZ, ESQUIRE

Name (Printed or typed)

150 SOUTH PINE ISLAND ROAD
SUITE 320

Address

PLANTATION, FL 33324

City, State & Zip

(954) 472-0199

Daytime Telephone number

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

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**ARTICLES OF INCORPORATION
OF
VALUE CARE AT HOME OF MIAMI-DADE COUNTY, INC.**

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is **VALUE CARE AT HOME OF MIAMI-DADE COUNTY, INC.**, having a principal place of business at 4481 North State Road 7, Lauderdale Lakes, Florida 33319.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 5,000 Shares of Common Stock of \$0.01 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and his address is as follows: David A. Schwartz, Esquire, 150 S. Pine Island Road, Suite 320, Plantation, Florida 33324.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: David A. Schwartz, Esquire, 150 South Pine Island Road, Suite 320, Plantation, Florida 33324.

ARTICLE VI

BOARD OF DIRECTORS

The initial members of the Board of Directors of this corporation and their address are as follows: **A. GEORGE CANN**, 4481 North State Road 7, Lauderdale Lakes, Florida 33319 and **CARLA J. ALBANO**, 4481 North State Road 7, Lauderdale Lakes, Florida 33319.

ARTICLE VII

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall

determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

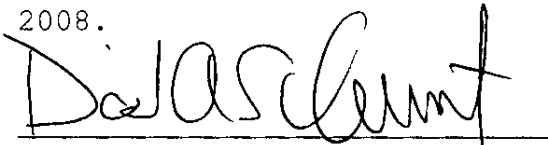
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-laws shall be in the Board of Directors of the corporation or in the stockholders; By-laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-law made by them that such

By-law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at the City of Plantation, Broward County, Florida, for the uses and purposes aforesaid this 7th day of October, 2008.


DAVID A. SCHWARTZ, ESQUIRE
INCORPORATOR

STATE OF FLORIDA)
 : SS.
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared David A. Schwartz, Esquire, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Plantation, Broward County, Florida, this 7th day of October, 2008.

My Commission Expires
 PATRICIA S. ETKIN
MY COMMISSION # DD 551746
EXPIRES: June 8, 2010
Bonded Thru Budget Notary Services


(Signature of Notary Public
State of Florida)

Personally Known ☒ OR Produced Identification ☐
Type of Identification Produced: _____
DID Take Oath ☒ OR DID NOT Take Oath ☐

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

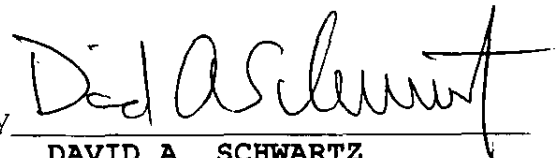
In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

VALUE CARE AT HOME OF MIAMI-DADE COUNTY, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Lauderdale Lakes, County of Broward, State of Florida, has named David A. Schwartz, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.0505 of the Florida Statutes.

By



DAVID A. SCHWARTZ

Registered Agent

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