

Jeffrey N. Peterson
Attorney and Counselor At Law



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Palm Coast, FL 32137

P950000/3030

February 9, 1995

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

EFFECTIVE DATE

4-1-95

RECEIVED
FEB 14 1995
TALLAHASSEE, FLORIDA
*****20.00 *****20.00

Re: Constant Care Associates, Inc.

Enclosed are an original and one (1) copy of Articles of Incorporation for the above-named corporation, together with a check in the amount of \$70.00 which represents the following fees:

Filing fee	\$35.00
Registered agent fee	\$35.00
Total:	\$70.00

Please file the original of the enclosed Articles of Incorporation and place your date stamp on the enclosed copy and return to the undersigned.

Yours very truly,

Jeffrey N. Peterson,
Attorney at Law

JNP:ser
Enclosures

FILED
55 FEB 13 PM 3:57
TALLAHASSEE, FLORIDA

D. BROWN FEB 15 1995

EFFECTIVE DATE
4-1-95

FILED
95 FEB 13 PM 3:57
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CONSTANT CARE ASSOCIATES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I. NAME

The name of this corporation is: **CONSTANT CARE ASSOCIATES, INC.**

ARTICLE II. ADDRESS

The street address of the initial principal office of the corporation in the State of Florida is 1729 Windsong Circle, Flagler Beach, Florida 32136.

ARTICLE III. CORPORATE DURATION

The duration of the corporation is perpetual. The date of the commencement of the corporate existence is April 1, 1995.

ARTICLE IV. PURPOSE

The general purposes for which this corporation is organized are:

1. To engage in business management consulting.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act and/or engage in any other trade or business which can, in the opinion of the board of directors of the corporation,

be advantageously carried on in connection with or auxiliary to the preceding business.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1729 Windsong Circle, Flagler Beach, Florida 32136, and the name of its initial registered agent at such address is CAROL FLAHERTY.

ARTICLE VII. DIRECTORS

The number of directors constituting the corporation's initial board of directors is one. The names and addresses of the persons to serve as a member of the initial board of directors are:

<u>Name</u>	<u>Address</u>
CAROL FLAHERTY	1729 Windsong Circle Flagler Beach, Florida 32136

ARTICLE VIII. AMENDMENTS TO ARTICLES.


These articles of incorporation may be amended in the manner provided by law.

ARTICLE IX. INCORPORATOR

The name and address of each incorporator is:

Name	Address
CAROL FLAHERTY	1729 Windsong Circle Flagler Beach, Florida 32136

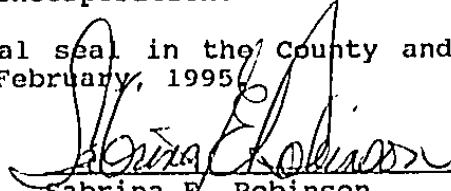
In witness hereof, I, the undersigned incorporator of this corporation, have executed these articles of incorporation this 9 day of February, 1995.


CAROL FLAHERTY

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared CAROL FLAHERTY, to me personally known or who provided FL DLA F463-108-55-917-0 as identification, and states that she is the person described as Incorporator and Director in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9th day of February, 1995.


Sabrina E. Robinson
Notary Public, State of
Florida at Large
My Commission Expires: 3/14/95
My Commission Number: CC091272

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 13, 1995
BONDED THRU GENERAL INS. UND.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FIRST: THE NAME OF THE CORPORATION IS CONSTANT CARE ASSOCIATES, INC., AND DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1729 WINDSONG CIRCLE, FLAGLER BEACH, FLORIDA 32136.

SECOND: THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS CAROL FLAHERTY, 1729 WINDSONG CIRCLE, FLAGLER BEACH, FLORIDA 32136.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 2/9/95

Carol Flaherty
CAROL FLAHERTY, REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared CAROL FLAHERTY, to me personally known or who provided FL DL# F463-108-55-917-0 as identification, and states that she is the person described as Registered Agent in and who executed the foregoing Certificate of Designation of Registered Office/Registered Agent.

WITNESS my hand and official seal in the County and State named above, this 9th day of February, 1995.

Sabrina E. Robinson
Sabrina E. Robinson
Notary Public, State of
Florida at Large
My Commission Expires: 3/14/95
My Commission Number: CC091272

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 13 1995
BONDED THRU GENERAL INS. UNO.