

May 9, 1995

Secretary of State State of Florida Division of Corporations P.O.Box 6327 Tallahassee, FL 32314 200001482932 -05/10/35--01083--003 *****72.50 *****72.50

Gentlemen/Mesdames:

Enclosed for filing and the issuance of a certificate are the Articles of Incorporation for 1349 Corporation.

A check in the amount of \$ 72.50 is attached for filing fees. We do not require a certified copy.

Please return a copy of the Articles conformed with the date of filing at your earliest convenience.

Thank you for your cooperation.

Very truly yours

Gerald 2. Rossow

ARTICLES OF INCORPORATION

OP

1349 CORPORATION

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

1. The name of this corporation shall be:

1349 Corporation

- 2. The corporation is to have perpetual existence.
- 3. The corporation may transact any and all lawful business activity permitted by the laws of the State of Florida and the United States of America.
- 4. The aggregate number of shares which the corporation shall have the authority to issue is 1,000. All the shares shall be common shares with a par value of \$ 1.00 per share.
- 5. The principal office of the corporation shall be located at:

1000 federal Highway Lake Park, FL 33403

6. Pursuant to Florida Statutes, Chapter 48.091, the following named person is designated as resident agent for the corporation to accept service of process within the state of Florida:

Gerald Z. Rossow, Esq. 725 North AlA, Suite E206 Jupiter, FL 33477

7. The name and address of the incorporator is:

Gerald Z. Rossow 725 N. A1A, Suite E206 Jupiter, FL 33477

The incorporator is over the age of twenty-one years, sui juris and is a citizen of the United States of America.

8. One director shall constitute the initial board of directors

of the corporation, but the bylaws of the corporation may provide for increases and decreases in the number of directors as permitted by law.

The name and address of the member of the initial board of directors is:

> Stanley H. Closter 1000 Federal Highway Lake Park, FL 33403

10. Nothing is these Articles of Incorporation shall be deemed to limit the powers of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 9th day of May, 1995.

Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 9th day of May, 1995, by Gerald Z. Rossow / // personally known to me / / OR who produced a Florida driver's license as identification and Who did not take an oath.

JEANNE M MOUNDER print name:

Notary Rublic CC# _295940

JEANNE M MOULDER My Commission CC299940 Expères Jun. 20, 1997 Bonded by ANB 800-862-5878

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of the corporation, but the bylaws of the corporation may provide for increases and decreases in the number of directors as permitted by law.

9. The name and address of the member of the initial board of directors is:

Stanley H. Closter 1000 Federal Highway Lake Park, FL 33403

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Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

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print name: JEDUNE M MOULOEA Notary Public CC# 295940

JEANNE M MOULDER My Commission CC295940 Expires Jun. 20, 1997 Bonded by ANB 800-852-8878

STATE OF FLORIDA DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within this State, naming the agent upon whom process may be served and the names and addresses of officers and directors.

The following is submitted in compliance with Florida Statutes, Chapter 48.091: 1349 Corporation, a corporation organized and existing under the laws of the State of Florida, having its principal office and place of business at 1000 Federal Highway, Lake Park, Palm Beach County, Florida, hereby appoints Gerald Z. Rossow its agent to accept service of process within this State.

OFFICERS:

Name Title Address

Stanley H. Closter Pres/Secy 1000 Federal Highway Treasurer Lake Park, FL 33403

DIRECTORS:

Name Address

Stanley H.Closter Same as above

ACCEPTANCE:

I agree as registered Agent to accept service of process, to keep the office open during prescribed business hours, to post my name in spine conspicuous place in the office as prescribed by law.

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Registered Agent

P950000 38078

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	GERALD Z. ROCSOW 725 NORTH ATA SUITE E208 JUPITER, FL 33477		
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name)		(Document #)	
(Corporat	on Name)	(Document #)	
(Corporation Name)		(Document #)	
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Ì	Other	Examiner's Initials	

FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF 1349 CORPORATION, INC.

These Articles of Incorporation filed May 15, 1995, bearing document number P95000038078, are hereby amended as follows:

1. $\Lambda RTICLE$ ONE is stricken and the following sentence is substituted in its place:

"The name of this corporation is HELPING HANDS GROUP, INC."

2. ARTICLE FOUR is stricken and the following sentence is substituted in its place:

"The aggregate number of shares which the Corporation shall have the authority to issue is 10,000, all of which shall be common shares with a par value of \$0.10 per share."

- 3. The effective date of this amendment shall be on or after October 15, 1995.
- 4. This amendment was adopted by the incorporator prior to an organization meeting and the issuance of stock on October 12, 1995.

Cfor

IN WITNESS WHEREOF, I have subscribed my name this / October, 1995.

1349 CORPORATION, INC.

Gerald Z. Rossow, Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this // day of October, 1995, by Gerald Z. Rossow as Incorporator of 1349 Corporation, Inc., who is // personally known to me OR // who produced a Florida driver's license as identification, and who did_not take an oath.

print name Jeans M. Mousse

