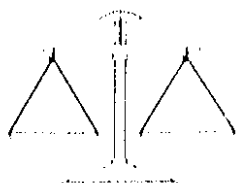


P95000053482



Action Paralegal Service

7000 Lake Underhill Road
Orlando, Florida 32822

407-658-7606

June 20, 1995

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

RE: Caring Hearts and Hands, Inc.

*****70.00 *****70.00

Dear Clerk:

Enclosed please find the Article of Incorporation and Registered Agent for **CARING HEARTS AND HANDS, INC** Also, enclosed is check # 2601 for seventy dollars, (\$70.00) to cover the cost of recording.

If you have any questions contact me at Action Paralegal Service (407) 658-7606.

Sincerely,

Virginia H. Bell
Virginia H. Bell
Paralegal

Enclosure
Article of Incorporation
Registered Agent
check # 2601

W950000 13130

00789
00505
00671

WJW 7/10/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 27, 1995

VIRGINIA H. BELL
ACTION PARALEGAL SERVICE
7000 LAKE UNDERHILL ROAD
ORLANDO, FL 32822

We have received your document for CARING HEARTS AND HANDS and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CO PORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 695A00031545

ARTICLES OF INCORPORATION
OF
CARING HEARTS AND HANDS, INC

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 CARING HEARTS and HANDS, INC

ARTICLE II NATURE OF BUSINESS

This corporation will engage in assisted living services.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 1983 Branchwater Trail, Orlando, FL 32825, and the name of the initial Registered Agent for the corporation at that address is Kathleen A. Lenz.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 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.

ARTICLE VI TERM OF EXISTENCE

This 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 her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against her by reason of her 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 as a matter of law.

ARTICLE VIII

This corporation shall be sole proprietor.

ARTICLE IX INCORPORATOR

The name and of the incorporator is: Kathleen A. Lenz whose address is 1983 Branchwater Trail, Orlando, FL 32825.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19 day of June, 1995.

Incorporator:

Kathleen A Lenz

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was executed and acknowledged before me this 19th day of June, 1995, by Kathleen A. Lenz who produced a FL Drivers Lic# L520-001-43-650-0.

Virginia H. Bell
NOTARY PUBLIC: STATE OF FLORIDA

Virginia H. Bell
(Print Name)

(SEAL)



OFFICIAL SEAL
VIRGINIA H. BELL
My Commission Expires
Dec. 18, 1995
Comm. No. CC 168848

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. Caring Hearts and Hands, ^{INC.} corporation organizing under the laws of the State of Florida, with its principal office located at 1983 Branchwater Trail, Orlando, FL 32825, has named Kathleen A. Lenz, whose address is 1983 Branchwater Trail, Orlando, FL 32825, 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 prescribed hours; to post my name (and 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:

Kathleen A. Lenz

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared KATHLEEN A. LENZ, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 19th day of June, 1995.

Virginia H. Bell
NOTARY PUBLIC: STATE OF FLORIDA

Virginia H. Bell
(Print Name)

(SEAL)



OFFICIAL SEAL
VIRGINIA H. BELL
My Commission Expires
Dec. 18, 1995
Comm. No. CC 168848