

MORRIS & WEISS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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AVENTURA, FL 33180

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SUITE 412
BOCA RATON, FL 33431

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STUART R. MORRIS, P.A.

RICKY J. WEISS, P.A.

7800 N. UNIVERSITY DRIVE
SUITE 201
FORT LAUDERDALE, FL 33321

REPLY: BOCA RATON

July 14, 1995

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32301

RE: AGING AND HUMAN CARE SOLUTIONS, INC.
OUR FILE NO: 10933.001

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Aging and Human Care Solutions, Inc. and our Firm's check in the amount of \$122.50 for the filing fees, Certified Copy and Registered Agent. Please send certified copies to the above Boca Raton address.

Should you have any further questions, please do not hesitate to contact the undersigned at the above number.

Sincerely,

MORRIS & WEISS

Stuart R. Morris, P.A.

SRM/kv
Encls.

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****122.50 ****122.50

WRB-10084
6/16/95
6/17/95
6/18/95
7/19/95
TB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 19, 1995

MORRIS & WEISS
2000 GLADES ROAD STE 412
BOCA RATON, FL 33431

SUBJECT: AGING AND HUMAN CARE SOLUTIONS, INC.
Ref. Number: W95000014484

We have received your document for AGING AND HUMAN CARE SOLUTIONS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 895A00034469

ARTICLES OF INCORPORATION
OF
AGING AND HUMAN CARE SOLUTIONS, INC.

The undersigned incorporator(s) for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the corporation is AGING AND HUMAN CARE SOLUTIONS, INC., a Florida Corporation (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is: C/O: MORRIS & WEISS, 2000 Glades Road, Suite 412, Boca Raton, Florida 33431.
- THIRD: The Corporation is authorized to issue 100,000 shares of common stock, par value \$.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 2000 Glades Road, Suite 412, Boca Raton, Florida 33431.
- FIFTH: The name and address of the incorporator of the Corporation is: Ursula Burlison, C/O: MORRIS & WEISS, 2000 Glades Road, Suite 412, Boca Raton, Florida 33431.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address's of the initial directors of the Corporation are:
- Kimberly Bruch, 2716 NE 1st Avenue, Ft. Lauderdale, Florida 33334
- Ursula Burlison, 11821 NW 35th Street, Sunrise, Florida 33323
- EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

- NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisition.
- TENTH: The corporate existence of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13 day of July, 1995.


Ursula Burlison, Incorporator

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

MORRIS & WEISS

By:


Stuart R. Morris,
Authorized Representative