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October 15, 2001

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Re: Filing Amendments

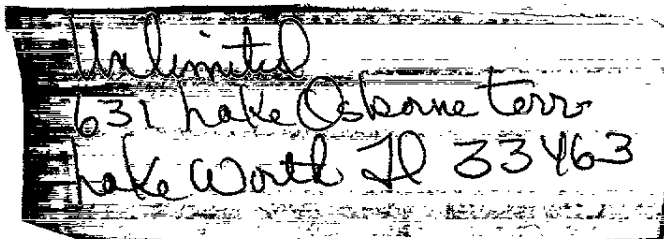
Dear Sir or Madam:

Enclosed please find a three part amendment to the articles of incorporation of
UNLIMITED HOME CARE SERVICES, INC.

I have enclosed a \$35.00 filing fee as well as a return self addressed stamped
envelope for your use.

Sincerely,

D.J. Scalera, III



FILED
01 NOV -5 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

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AMENDED
11-6
6



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 22, 2001

D.J. SCALERA, III
GRIECO & SCALERA, P.A.
3109 45TH STREET, SUITE 100
WEST PALM BEACH, FL 33407

SUBJECT: UNLIMITED HOME CARE SERVICES, INC.
Ref. Number: P96000011690

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

ARE OFFICERS CHANGING? LOOK AT THE ENCLOSED PRINT-OUT.

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 (850) 245-6880.

Karen Gibson
Corporate Specialist

Letter Number: 301A00058060

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
UNLIMITED HOME CARE SERVICES, INC.

DOCUMENT NUMBER P96000311690

Pursuant to the provisions of Florida Statutes, Chapter 607, this Florida Profit Corporation adopts the following amendment to its Articles Of Incorporation.

THESE AMENDMENTS TO THE ARTICLES OF INCORPORATION AMENDS THE SPECIFIED ARTICLES TO READ AS FOLLOWS.

FIRST AMENDMENT ADOPTED:

Article V
(as amended)

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered Agent and the street address of the Registered Office of this Corporation in the State of Florida shall be: Diane Verdi with address of 631 Lake Osborne Terrace, Lake Worth, Florida, 33461

FILED
01 NOV -5 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND AMENDMENT ADOPTED:

Article VIII
(as amended)

CORPORATE ADDRESS

The corporate address of the corporation shall be 631 Lake Osborne Terrace, Lake Worth, Florida, 33461.

THIRD AMENDMENT ADOPTED:

Article VII
(as amended)

DIRECTOR

The name of the Director of this Corporation and her street address is: Diane Verdi with address of 631 Lake Osborne Terrace, Lake Worth, Florida, 33461.

FORTH AMENDMENT ADOPTED:

Article XVIII
(as amended)

RESTRICTIONS ON STOCK TRANSFER

Shares of capital stock of this Corporation are issued to the following person and in the amount set opposite her name:

Diane Verdi	1000 shares	(100%)
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THE AMENDMENT WAS ADOPTED UNANIMOUSLY BY ALL SHAREHOLDERS AND DIRECTORS, AND THE NUMBER OF VOTES CAST FOR THE AMENDMENT WERE SUFFICIENT FOR APPROVAL.

THE DATE OF THESE ADOPTIONS ARE AUGUST 22, 2001.

EXECUTED in Palm Beach County on this 22nd day of August, 2001.

<u>Unlimited Home Care Services Inc</u>	
Corporation Name	
<u>Diane Verdi</u>	<u>Director President</u>
Signature of main officer	Title
<u>Diane Verdi</u>	
Typed or printed name	

THIRD AMENDMENT ADOPTED:

Article XVIII
(as amended)

RESTRICTIONS ON STOCK TRANSFER

Shares of capital stock of this Corporation are issued to the following person and in the amount set opposite her name:

Diane Verdi	1000 shares	(100%)
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THE AMENDMENT WAS ADOPTED UNANIMOUSLY BY ALL SHAREHOLDERS AND DIRECTORS, AND THE NUMBER OF VOTES CAST FOR THE AMENDMENT WERE SUFFICIENT FOR APPROVAL.

THE DATE OF THESE ADOPTIONS ARE AUGUST 22nd 2001.

EXECUTED in Palm Beach County on this 22nd day of August, 2001.

Unlimited Home Care Inc
Corporation Name

Diane Verdi, Director President
Signature of main officer of Corporation with Title

Diane Verdi
Typed or printed name

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.507, Florida Statutes, the undersigned limited liability company, 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.

1. The name of the limited liability company is: Unlimited Home Care Services, Inc..
2. The name and address of the registered agent and office is:

Diane Verdi
631 Lake Osborne Terrace
Lake Worth, FL 33461

Signature

Title:

Date:

Diane Verdi
President

10/31/01

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.

Signature

Date:

Diane Verdi
10/31/01