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

SUBJECT:

900002064209--7 -01/22/97--01069--005 ******70.00 ******70.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: X \$70.00 \$78.75 □ \$122.50 □ \$131.25 Filing Fee & Filing Fee Filing Fee & Filing Fee, Certificate Certified Copy Certified Copy & Certificate Ezra R. Witsman, Esq. FROM: Name (printed or typed) 138 East Central Avenue Address Howey-in-the-Hills, Florida 34737 City, State & Zip 352-324-3131 Daytime Telephone Number

Guardian Angel Home Companion Service, Inc.

(Proposed corporate name - must include suffix)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

GUARDIAN ANGEL HOME COMPANION SERVICE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Guardian Angel Home Companion Service, Inc.



ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8 Tangerine Road Yalaha, Florida 34797

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ezra R. Witsman Attorney at Law 138 E. Central Avenue Howey-In-The-Hills, Florida 34737

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Judith Russo - 8 Tangerine Road, Yalaha, Florida 34797

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Judith Russo - 8 Tangerine Road, Yalaha, Florida, 34797

ARTICLE VII PAR VALUE

Such shares of the Corporation shall have a par value of \$.01 per share.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 14th day of January, 1997.

Judith Russo

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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.

1. The name of the corporation is:

Guardian Angel Home Companion Service, Inc.

2. The name and address of the registered agent and office is:

Ezra R. Witsman, Attorney at Law 138 E. Central Avenue Howey-In-The-Hills, FL 34737



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.

Ezra R. Witsman

DATE 1-14-97.