

431 Canal Street, Suite A, New Smyrna Beach, Florida 32168 (904) 427-2360

January 14, 1997

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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For Overnight Delivery: 409 East Gaines Street Tallahassee, Fi. 32301

Re: Filing of Articles of Incorporation and Designation and Acceptance of Registered Agent for:

BETTER LIVING CARE, INC.

Dear Sir:

Enclosed please find for filing the below listed documents for the above mentioned corporation for profit:

ARTICLES OF INCORPORATION
DESIGNATION OF RESIDENT AGENT / OFFICE and ACCEPTANCE

along with the following fees:

CORPORATE FILING FEES: RESIDENT AGENT DESIGNATION FEE:

\$ 35.00 35.00

TOTAL FEES:

\$ 70.00 U.S.

Please file the enclosed articles and resident agent designation, and return to me a NON-certified copy after filing of the articles, along with your letter assigning the document number. Enclosed is a copy of the Articles and a copy of the Designation of Registered Agent for returning to me marked filed.

Please call immediately if there is any problem with this request.

Very truly yours,

G. W. S. Simpson III

FILED

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SECRETARY OF STAIL
TALLAHASSEE, FI OBIN

enclosures:

Articles of Incorporation for BETTER LIVING CARE, INC.

Copy of Articles and Designation of Resident Agent

Designation and Acceptance of Resident Agent BRENDA C. PARSONS

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ARTICLES OF INCORPORATION

of



BETTER LIVING CARE, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is

BETTER LIVING CARE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of No Par Value voting common stock which shall be designated "Voting Common Stock".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or equivalent of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof even if it requires the issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered agent's office of this corporation is 2329 WOODLAND DRIVE, EDGEWATER, FLORIDA, 32141 County of Volusia; and the name of the initial registered agent of this corporation is BRENDA C. PARSONS.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws. The name and address of the initial member of the Board of Directors is:

Name: Address: BRENDA C. PARSONS 2329 WOODLAND DRIVE EDGEWATER, FLORIDA 32141

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is BRENDA C. PARSONS, whose address is 2329 WOODLAND DRIVE, EDGEWATER, FLORIDA 32141.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent allowed by law.

ARTICLE X - PRINCIPAL OFFICE

The principal office of this corporation is at 2329 WOODLAND DRIVE, EDGEWATER, FLORIDA 32141.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 44 day of January, 1997.

BRENDAC. PARSONS, Incorporator

2329 WOODLAND DRIVE, EDGEWATER, FLORIDA 32141

STATE OF FLORIDA COUNTY OF VOLUSIA

appeared BRENDA C. PARSONS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation. She produced a Florida drivers license and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this

day of January, 1997.

CONSTANCE T. MCNAMARA
MY COMMASSION & CC20082 EXPIRES
AND 30, 1997
BONDED THRU TROY FAIN HEURANDS WIC.