

PA7000034208

TRANSMITTAL LETTER

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

100002140231--7
-04/11/97--01043--011
*****70.00 *****70.00

SUBJECT: EVERY'S HOME, INC.

Enclosed is an original and (1) copy of the articles of incorporation and a check for:

(x) \$70.00 () \$78.75 () \$122.50 () \$131.25

FROM: Avery's Home Inc.
134 West 23rd Street
Jacksonville, FL 32206

(904) 765-7932

FILED
DIVISION OF STATE
CORPORATIONS
97 APR 11 11:11:03

Gerald Avery GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp Name
DATE 4/16/97
DOC. EXAM. af

af 4/16/97

ARTICLES OF INCORPORATION

FILED
CLERK OF STATE
CORPORATIONS
97 APR 11 AM 11:03

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

ARTICLE I-NAME

AVERY'S

The name of the corporation shall be: HOME, INC. hereafter referred to as the corporation. The corporation is an entity engaged in adult living care and related activities pursuant to all Florida Statutes pertaining to such activity.

ARTICLE II-PRINCIPAL OFFICE

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

Avery's Home Inc.
134 West 23rd Street
Jacksonville, FL 32206

ARTICLE III-SHARES

The number of shares the corporation is authorization to issue is one thousand, (1,000), common shares at three dollar, (\$3.00), par value each. The corporation is authorized to issue more than one class of shares. The relative rights, preferences, and limitations of the shares of each class, and each series within a class will be determined prior to issuance by a majority vote of the stockholders of record. The initial shares issued will be authorized by the incorporator(s) of record.

ARTICLE IV-AMENDMENTS AND BY LAWS

Amendments to the Articles of Incorporation will be voted on and approved by a majority of the stockholders of record. By-Laws to the corporation will be established as needed by the Board of Directors and when deemed necessary, voted on by the stockholders of record.

ARTICLE OF INCORPORATION

ARTICLE V-INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Geraldine Avery
8440 Concord Blvd North
Jacksonville, Florida 32208

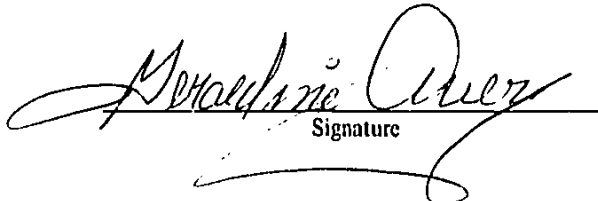
ARTICLE VI-INCORPORATOR(S)

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

Geraldine Avery
8440 Concord Blvd North
Jacksonville, Florida 32208

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

4 - 1 day of _____, 19 97


Signature

FILED
OFFICE OF THE STATE
COMMISSIONER OF CORPORATIONS
97 APR 11 11:03

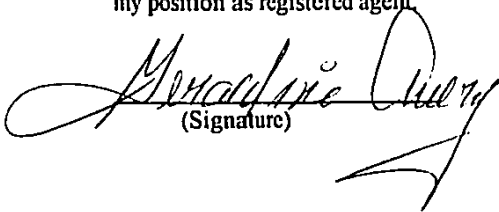
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 Avery's Home, Inc.
2. The name and address of the registered agent and office is:

Geraldine Avery
8440 Concord Blvd North
Jacksonville, FL 32208

Having been named as registered agent and to accept service of process for the above state Corporation at the place designated in this certificate, 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 4-1-1997