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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

FAX #: (305)541-3770

NAME: UNIVERSAL HOME CARE, INC.

AUDIT NUMBER.....H97000011669

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 18, 1997

EMPIRE

SUBJECT: UNIVERSAL HOME CARE, INC.
REF: W97000016570

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.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of 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) 407-6919.

Bath Register
Corporate Specialist Supervisor

FAX Aud. #: H97000011669
Letter Number: 597A00036645

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ARTICLES OF INCORPORATION
OF
UNIVERSAL HOME CARE, INC.

I, the undersigned, in order to form a corporation under and pursuant to the provisions of an act of the Legislature of the State of Florida, do hereby subscribe to these Articles of Incorporation.

1.

The name and address of the corporation is:

UNIVERSAL HOME CARE, INC.
1177 Kane Concourse, Suite 104
Bay Harbor Islands, FL 33154

2.

The duration of the corporation shall be perpetual.

3.

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

4.

The aggregate number of shares which the corporation shall have the authority to issue shall be:

(a) 1,000,000 shares of common voting stock, at \$.01 par value.

Prepared By:

MAX A. ADAMS, ESQUIRE
Florida Bar No. 004898
1177 Kane Concourse, #104
Bay Harbor Islands, FL 33154
305/865-9831

5.

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TALLAHASSEE, FLORIDA

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The Registered Agent and his address is as follows:

MAX A. ADAMS
1177 Kane Concourse, Suite 104
Bay Harbor Islands, FL 33154

6.

The Board of Directors shall consist of one or more individuals, with the number specified in, or fixed in accordance with, its By-Laws. The number of Directors may be increased, or decreased from time to time by amendment to, or in the manner provided in, the By-Laws.

7.

The names and post office addresses of the original subscribers to these Articles are:

MAX A. ADAMS
1177 Kane Concourse, Suite 104
Bay Harbor Islands, FL 33154

7(a).

The name of the initial officers and directors are:

GREG MORRIS, President/Director

8.

This corporation shall have the initial officers herein listed and may have any other officers so described in its By-Laws, who will be appointed by the existing officers or the Board of Directors.

Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the Board of Directors or by the direction of any officer authorized by the By-Laws or the Board of Directors to prescribe the duties of the officers.

9.

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This Corporation may in its By-Laws confer powers upon its Directors, in addition to any other powers and authorities conferred upon them by Statutes.

10.

Both Stockholders and Directors of this Corporation Shall have the power to hold their meetings, and to have one or more offices, within or without the State of Florida.

11.

These Articles of Incorporation of this Corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by Florida Statutes and all rights conferred upon the Stockholders herein are granted subject to this reservation.

I, the undersigned being all of the undersigned subscribers to the capital stock, as recited herein, do make, subscribe and acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have heretofore set my hand and seal, this 18th day of July, 1927.


MAX A. ADAMS (Seal)

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STATE OF FLORIDA)
COUNTY OF DADE)

SS:

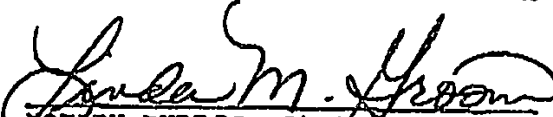
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I HEREBY CERTIFY that on this 18th day of July, 1992, before me personally appeared MAX A. ADAMS, to me well known to be the subscriber described herein, and who signed the foregoing Certificate of Incorporation and who acknowledged before me that he signed, sealed and delivered same for the uses and purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my official hand and seal at Dade County, State of Florida, the day and year first above written.

☒ Personally known to me, or

☐ Produced Identification: _____


NOTARY PUBLIC, State of
Florida at Large

LINDA M. GROOM
Printed Name of Notary

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

UNIVERSAL HOME CARE, INC.

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

FIRST---That UNIVERSAL HOME CARE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Bay Harbor Islands, County of Dade, State of Florida, has named MAX A. ADAMS, located at 1177 Kane Concourse, Suite 104, Bay Harbor Islands, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

MAX A. ADAMS
(Registered Agent)

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