10/07/97

(((H97000016688 B)))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

NAME: LAKES ELDERLY CARE, INC.

AUDIT NUMBER..... H97000016688

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

CERT. OF STATUS...0

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ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

LAKES ELDERLY CARE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is:

LAKES ELDERLY CARE, INC.

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

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

ARTICLE FOUR

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Six Hundred (600) shares of common stock, without par value.

ARTICLE FIVE

The street address of the principal office, its mailing address and the initial registered office of the corporation is 9182 N.W. 148 Terrace, Miami Lakes, Florida 33016, and the name of the initial registered agent at that address is JORGE SUAREZ.

ARTICLE SIX

The Board of Directors of the corporation shall consist of two (2) or such number as may be provided in the By-Laws. The names and addresses of the members of the first Board of Directors are:

JAIME SUAREZ 9181 N.W. 148 Street Miami Lakes, FL 33018

Prepared by:

MICHAEL A. CURREA, EGG. B)B) M.M. 36 BL., Ste. 27-C MIAHL, FLORIDA 33166 Tol. (385) 478-9335

889910000LeH

JORGE SUAREZ 9182 N.W. 48 Torrace Miami Lakeo, FL 33016

ARTICLE SEVEN

The names and addresses of the incorporators are:

JAIME SUAREZ 9181 N.W. 148 Street Miami Lakes, FL 33016

JORGE SUAREZ 9182 N.W. 48 Terrace Miami Lakes, FL 33015

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 7th day of October, 1997.

STATE OF FLORIDA)

COUNTY OF DADE

On this 7th day of October, 1997, before me, the undersigned authority, personally appeared JAIME SUAREZ, personally known to me or who produced a for identification, and who acknowledged that he executed the above and foregoing Articles of Incorporation for the purposes contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of October, 1997.

My Commission expires:

ANGELA CURREA
MY COMMISSION / CC Settlist
DEPMIS: Departer 17, 2000
Bended Than Many Andre Uncommiss

Print Name: ANGERA CLIPPEA

88 22 2000 TPH

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

Pursuant to Chapter 607, Florida Statutes, the following information is submitted:

That LAKES ELDERLY CARE, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Miami Lakes, State of Florida, has named JORGE SUAREZ the initial Registered Agent, located at 9182 N.W. 148 Terrace. Miami Lakes, Florida 33016, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I state that I am familiar with, and accept the obligations of such position, and I further agree to comply with the provisions of Chapter 48 of the Florida Statutes, relative to keeping open said office.

DATED this The day of October 1997.