

ACCOUNT NO.: 072100000032

REFERENCE: 097786 7112920

AUTHORIZATION :

ORDER DATE : January 13, 1999

ORDER TIME : 11:12 AM

ORDER NO. : 097786-005

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CUSTOMER NO: 7112920

CUSTOMER: Stephne L. Watts, Legal Asst

WOODWARD PIRES & LOMBARDO, P A WOODWARD PIRES & LOMBARDO, P A

Suite 710

801 Laurel Oak Drive Naples, FL 34108

DOMESTIC FILING

EARTH ANGELS OF NAPLES, INC.

DIVISION OF CORPORATIO

EFFECTIVE DATE:

PARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 JAN 13 PM 5: 55

ARTICLES OF INCORPORATION

OF

EARTH ANGELS OF NAPLES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EARTH ANGELS OF NAPLES, INC.

The address of the principal office of this corporation shall be 820 Hidden Terrace, Naples, Florida 34104, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Lori Peters Director 802 Hidden Terrace Naples, Florida 34104

Misty Szempruch Director 3077 50th Lane Southwest Naples, Florida 34116

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 JAN 13 PM 5: 55

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these

Articles of Incorporation on January 13, 1999.

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar

Authorized Service Representative Corporation Service Company

rwm