

ARTICLES OF INCORPORATION

OF

HOMELAND ELDER CARE, INC.

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

ARTICLE ONE

NAME

The name of the corporation is HOMELAND ELDER CARE, INC..

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purposes for which the corporation is organized are to engage in For the purpose of owning and operating an Elder Care facility; and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Act.

ARTICLE FOUR

REGISTERED OFFICE

4.01. The street address of the initial registered office of the corporation is ~~149 1st Avenue, Jamison, AL 35005.~~
11 Howard Hill Drive, Wilsonville AL 35186

4.01. The initial registered agent at that address is Alma D. Gulsby.

ARTICLE FIVE

CAPITAL STOCK

The total number of share that the corporation has authority to issue is 100 shares of common stock with a par value of Ten and 00/100 Dollars (\$10.00) per share.

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J. Michael Garner

The number of shares subscribed shall be 100 and the name and address of the subscribers to the capital stock are as follows:

<u>Name</u>	<u>Number of Shares</u>
Alma D. Gulsby	80
Cynthia Jo Gulsby	10
Douglas Scott Gulsby	10

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial Board of Directors shall be the same number as the number of persons listed in this Article Six. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

Alma D. Gulsby	149 1st Avenue Jemison, AL 35085
Cynthia Jo Gulsby	149 1st Avenue Jemison, AL 35085
Douglas Scott Gulsby	149 1st Avenue Jemison, AL 35085

ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators are:

Alma D. Gulsby	149 1st Avenue Jemison, AL 35085
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We, the undersigned, have subscribed our names this the 23 day of December, 1991.


Alma D. Gulsby

STATE OF ALABAMA

I, Billy Joe Camp, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Homeland Elder Care, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of J. Michael Joiner, P O Box 1012, Alabaster, AL 35007 for a period of one hundred twenty days beginning November 20, 1991 and expiring March 20, 1992.

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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 20, 1991

Date

A handwritten signature in cursive script, appearing to read 'Billy Joe Camp'.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY County

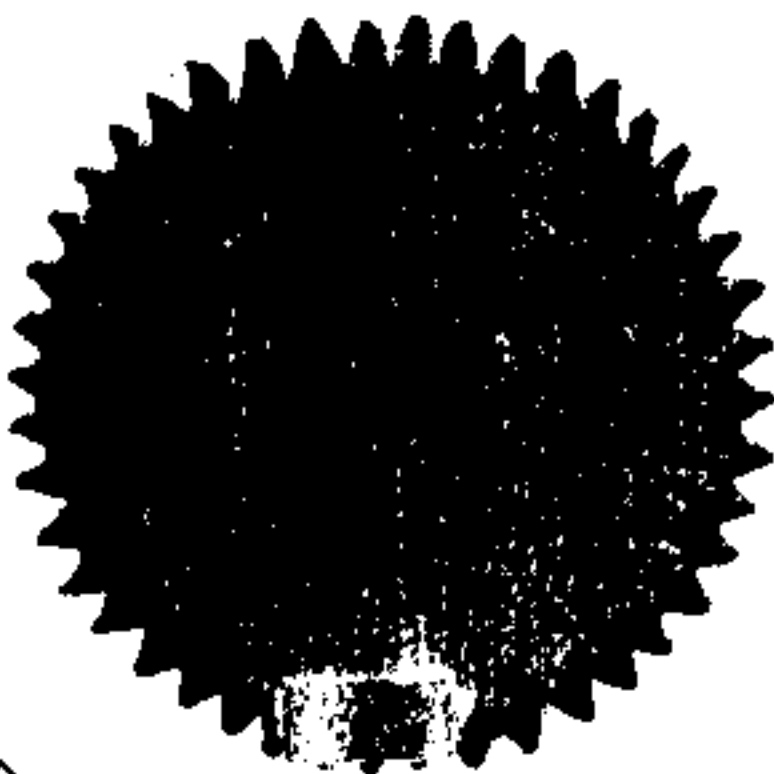
CERTIFICATE OF INCORPORATION OF

HOMELAND ELDER CARE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of HOMELAND ELDER CARE, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of HOMELAND ELDER CARE, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 23rd day of DECEMBER, 1991



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
DOCUMENT WAS FILED

Thomas A. Snowden, Jr.
Judge of Probate

91 DEC 23 PM 4:18

JUDGE OF PROBATE

Rec 35.00
Jud 3.00
38.00