

**ARTICLES OF ORGANIZATION
OF
“ALWAYS THERE” IN-HOME CARE -
TUSCALOOSA, LLC**

The undersigned, for the purpose of forming a limited liability company (the “Company”) pursuant to the provisions of the Limited Liability Company Act (the “Act”) (Alabama Code § 10-12-1, et seq.) hereby certify as follows:

1. NAME OF COMPANY. The name of the Company is:

**“ALWAYS THERE” IN-HOME CARE -
TUSCALOOSA, LLC**

2. PERIOD OF DURATION. The period of duration of the Company shall be fifty years.
3. COMPANY PURPOSES. The company has been organized for the purpose of performing medical and non-medical in-home care to the general public in the Tuscaloosa, Alabama metropolitan area. The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on business of banking or insurance or to act as a trust company. Furthermore, nothing contained herein shall be construed as authorizing the Company to act as a securities broker, a securities dealer or as an investment advisor.
4. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT.
The location and mailing address of the initial registered office of the Company is:
112 Moss Hill Court, Calera, AL 35040-4873 (Shelby County)
The name of the Company’s initial registered agent at such address is:
Patricia C. McLain.

5. INITIAL MEMBERS.
initial members are:

The names and mailing addresses of the

Patricia C, McLain
112 Moss Hill Court
Calera, AL 35040-4873

Allison E. Gomperts
2285 Sterling Ridge Circle
Birmingham, AL 35216

6. ADDITIONAL MEMBERS.
to the Company only on written consent of the Members.

Any new members shall be admitted


7. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP.

The cessation of membership of one or more members will not result in dissolution of the Company unless there are no remaining members of the Company.

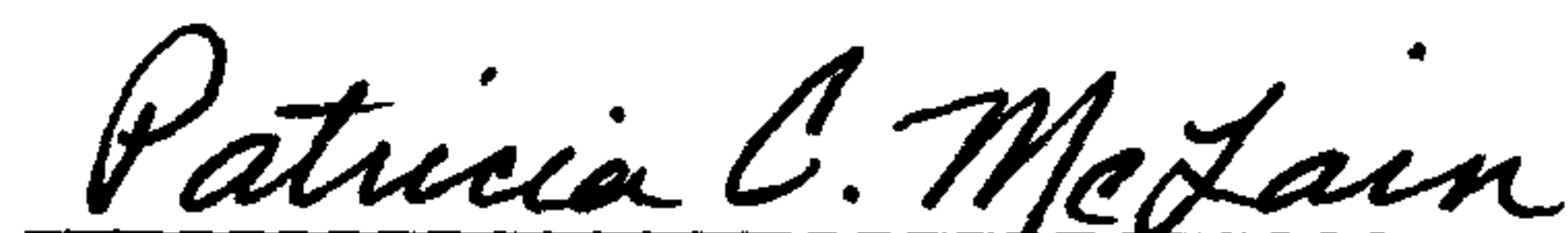
8. STRUCTURE OF THE COMPANY.


The Company is to be a member-managed LLC with each member holding a 50% interest.

IN WITNESS WHEREOF, the undersigned, acting as the initial Members of the Company, have executed these Articles of Organization as of this 30th day of July, 2002


Witness


Witness


Member


Member