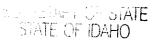
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ARTICLES OF INCORPORATION OF

CARING HEARTS SENIOR CARE, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is CARING HEARTS SENIOR CARE, INC.

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To provide in home health care and services to senior citizens and others who may benefit from services provided in their homes.
- 2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

IDAHO SECRETARY OF STATE
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ARTICLE FOUR

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue that together have unlimited voting rights is: one thousand (1000) shares of common stock all of one class. The par value of each share shall be one dollar (\$1.00).

The number and class of shares which are entitled to receive the net assets of the corporation upon dissolution: Same as above, one thousand shares of common stock all of one class.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2601 Poleline Road. The agent will be John O. Holman.

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
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John O. Holman 5040 Moonlight Mine, Pocatello, ID 83201

Darren D. West 8121 W. Buckskin Rd., Pocatello, ID 83201

ARTICLE SEVEN

INCORPORATORS

The name and address of each incorporator is:

NAME

ADDRESS

John O. Holman

5040 Moonlight Mine, Pocatello, ID 83201

Darren D. West

8121 W. Buckskin Rd., Pocatello, ID 83201

Executed by the undersigned on ____

STATE OF: IDAHO
COUNTY OF: <u>EANNOCK</u>

BEFORE ME, the undersigned authority, on this 12th day of November, 2003, personally appeared 2011 & Holman and _ to me well known to be the person(s) described in and Darren D. West who signed the foregoing, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Melanu C. Leler

NOTARY PUBLIC

My Commission expires 9/29/07