

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

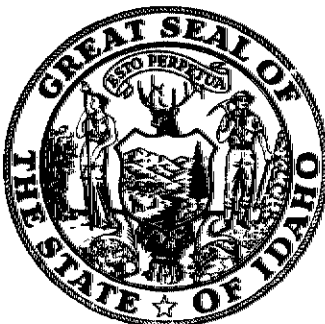
MULTI-CARE & SITTERS, INC.

File number C 110196

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: April 11, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Sisk*

APR 11 3 21 PM '95
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
MULTI-CARE & SITTERS, INC.

I.

The name of the corporation is Multi-Care & Sitters, Inc.

II.

The period of its duration is perpetual.

III.

The purpose of the corporation is to transact the business of all lawful activity which a corporation may conduct under the laws of the State of Idaho.

IV.

The corporation shall have authority to issue 10,000 shares of common stock, all of which shares shall be non par value.

V.

The address of the corporation's initial registered office is 4035 Lamont Road, Meridian, Idaho 83642. The name of its official registered agent at such address is Joe L. Villareal.

VI.

The number of directors constituting the initial board of directors of the corporation is three whose names and addresses are:

Joe L. Villareal
4035 Lamont Road
Meridian, Idaho 83642

Susan R. Villareal
4035 Lamont Road
Meridian, Idaho 83642

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Fran Coffey
6001 Ustick Road
Meridian, Idaho 83642

The above named people will serve as the directors until the first annual meeting of shareholders or until successors be elected and qualified.

VII.

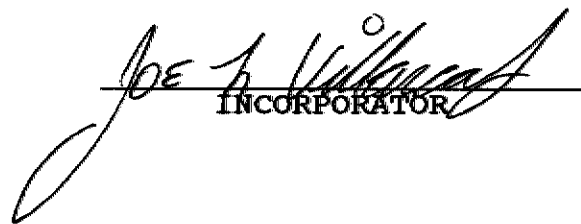
The name and address of the initial incorporator is:

Joe L. Villareal
4035 Lamont Road
Meridian, Idaho 83642

VIII.

The personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director is hereby eliminated and no director shall have personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except that the personal liability of a director to the corporation or its stockholders for any breach of the directors duty of loyalty to the corporation or its stockholders, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law shall not be eliminated and the personal liability of a director to the corporation or its stockholders for the liability imposed by the Idaho Code shall not be eliminated and the personal liability of a director to the corporation or its stockholders for any transaction from which the director derived a legally improper personal benefit shall not be eliminated.

Dated this 7th day of April, 1995.


INCORPORATOR