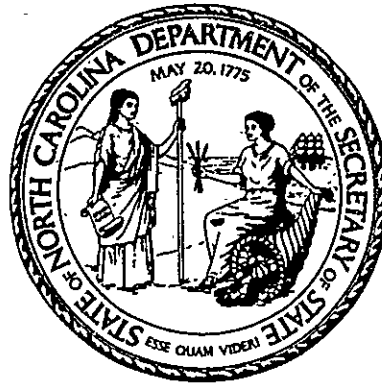


110



# State of North Carolina



Department  
of the  
Secretary of State

To all to whom these presents shall come, Greeting:

*I, Thad Eure, Secretary of State of the State of  
North Carolina, do hereby certify the following and  
hereto attached ( 2 sheets) to be a true copy of*

ARTICLES OF INCORPORATION

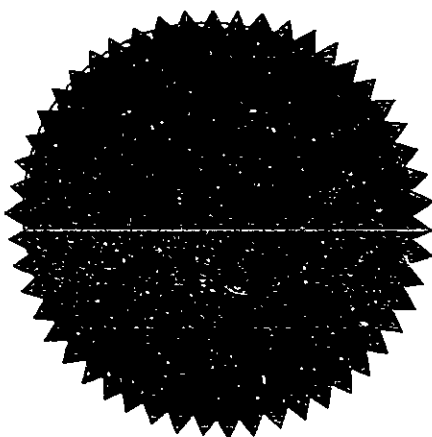
OF

C & C NURSING & HOME CARE SERVICES, INC.

*and the probates thereon, the original of which was  
filed in this office on the 23rd day of January 1986 ,  
after having been found to conform to law.*

*In Witness Whereof, I have hereunto set my hand  
and affixed my official seal.*

*Done in Office, at Raleigh, this 23rd day  
of January in the year of our Lord 19 86.*



*Thad Eure*  
Secretary of State  
*[Signature]*  
By  
Deputy Secretary of State

ARTICLES OF INCORPORATION OF  
C & C NURSING & HOME CARE SERVICES, INC.

DOCUMENT #373807  
DATE 01/23/86 TIME 12:16

We, the undersigned natural persons of the age of twenty-one or more, <sup>FILED</sup>  
do hereby associate ourselves into a business corporation under the laws of ~~THE~~ EURE  
State of North Carolina, as contained in Chapter 55 of the General Statutes of  
North Carolina, entitled "Business Corporation Act," and the several amendments <sup>SECRETARY OF STATE</sup>  
thereto, and to that end do hereby set forth: <sup>NORTH CAROLINA</sup>

ARTICLE I

The name of the Corporation is: C & C Nursing & Home Care Services,  
Inc.

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized is to  
provide a privately owned and operated nursing and home care services.

ARTICLE IV

The aggregate number of shares which the corporation shall have  
authority to issue is 100,000, divided into one class. The designation of each  
class, number of shares of each class, series, if any, within each class, and  
the par value, if any, of the shares of each class, or a statement that the  
shares of any class are without par value, is as follows:

Class	Series	Number of Shares	Par value per share
Class A Common	1	100,000	\$1.00

The preference, limitations and relative rights in respect of the  
shares of each class are as follows: All preferences, limitations and relative  
rights shall be enumerated in the by-laws, not inconsistent with State laws.

ARTICLE V

The minimum amount of consideration for its shares to be received by  
the corporation before it shall commence business is \$100.00.

ARTICLE VI

The address of the initial registered office of the corporation is:  
3660 Yarbrough Avenue, Suite #2, Winston-Salem, Forsyth County, North Carolina  
27106; and the name of the initial registered agent at such address is: John L.  
Caldwell.

ARTICLE VII

The number of directors constituting the initial board of directors  
shall be three (3); and the names and addresses of the persons who are to serve  
as directors until the first meeting of shareholders, or until their successors  
be elected and qualify are:

Mildred L. Combs  
3660 Yarbrough Avenue, Suite #2  
Winston-Salem, North Carolina 27106

John L. Caldwell  
3660 Yarbrough Avenue, Suite #2  
Winston-Salem, North Carolina 27106

Carolyn A. Reynolds  
Rt. #1, Box 79-J  
Yadkinville, North Carolina 27055

ARTICLE VIII

The name and address of each incorporator is:

Mildred L. Combs  
3660 Yarbrough Avenue, Suite #2  
Winston-Salem, North Carolina 27106

John L. Caldwell  
3660 Yarbrough Avenue, Suite #2  
Winston-Salem, North Carolina 27106

Carolyn A. Reynolds  
Rt #1, Box 79-J  
Yadkinville, North Carolina 27055

ARTICLE IX

In addition to the general powers granted professional corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to: (1) Acquire and operate nursing home. (2) Enter into, make and perform contracts of every kind, sort and description. (3) Acquire, hold, own, mortgage, sell, convey or otherwise disposes of real and personal property of every class, kind and description. (4) Acquire, construct, convert or expand commercial and non-commercial facilities for lease or sale. (5) Borrow or raise money for any of the purposes of the corporation and execute and issue negotiable and non-negotiable instruments and other evidences of indebtedness of any kind, sort and description.

IN TESTIMONY WHEREOF, I have hereunto set my hand this the 21<sup>st</sup> day of January, 1986.

Mildred L. Combs  
Mildred L. Combs

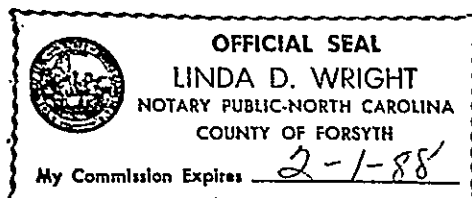
John L. Caldwell  
John L. Caldwell

Carolyn A. Reynolds  
Carolyn A. Reynolds

STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, Linda D. Wright, a Notary Public, do hereby certify that Mildred L. Combs, John L. Caldwell and Carolyn A. Reynolds, each personally appeared before me this 21<sup>st</sup> day of January, 1986, and acknowledged the due execution of the foregoing Articles of Incorporation.



Linda D. Wright  
NOTARY PUBLIC

MY COMMISSION EXPIRES  
February 1, 1988

PRESENTED FOR  
REGISTRATION  
AND RECORDED

JAN 30 4 13 PM '86

L.E. SPEAS  
REGISTER OF DEEDS  
FORSYTH CTY, N.C.

\$200

BOOK 1525 P 1070