3053492238 TO 22275#112557#000 P.01 MAY 27 2011 2:54 PM FR HOLLAND & KNIGHT \*\* JOB MIN/SEC PGS STATUS TO/FROM MODE TIME OK T.1 850 617 6381 EC--S 01' 15" ೦೦೯ 5/26 3:530 001 Page 1 of 1 Division of Corporations Florida Department of State Division of Corporations Electronic Filing Cover Sheet Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document. (((H110001409493))) H110001400409ABCB Note: DO NOT hit the REFRESII/RELOAD button on your browser from this page. Doing so will generate another cover sheet TC: Division of Corporations : (850)617-6381 Tacinud Lat Pron. Account Name : JAM MARK LIMITED Account Number : I20000000112 Phone : (305)780 7750 : (308) 789-7799 FAX NUMBER \*\*Encor the email address for this business ontity to be used for future annual report mailings, anter only one email address please. \*\* Email Morross: FLORIDA PROFIT/NON PROFIT CORPORATION Lola & Saul Kramer Senior Services Agency Inc. Cortificate of Status Certified Copy Page Count 04 Estimated Charge \$78.75 WII-29393 Electronic Filing Menu Corporate Filing Menu Hele

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#### AFFIBAVIT RELEASING CORPORATE NAME

- I, Keith Myers, in my capacity as Chief Executive Officer of LOLA & SAUL KRAMER SENIOR SERVICES AGENCY, INC., a mon-profit Florida corporation (with document no.: N18396) (the "Corporation") hereby declare that:
- 1. Articles of Amendment to the Articles of Incorporation of the Corporation changing its name to Morselife Home Care Inc. Company are hereby authorized to be filed with the Florida Secretary of State.
- 2. The name of the Corporation is hereby released, for our filing new Articles of Incorporation under the same name with the Florida Scoretary of State.

FURTHER AFFIANT SAYETH NAUGHT.

Dated: May 26, 2011

Kcith Myers, Chief Executive Officer

STATE OF FLORIDA COUNTY OF MIAMI DADE

The foregoing instrument was acknowledged before me on this  $2\underline{\phi}$  day of May, 2011 by Keith Myers, Chief Executive Officer of Lola & Saul Kramer Senior Services Agency, Inc.

(SEAL)

NOTARY PUBLIC-STATE OF PLORIDA
Catherine T. Clark
Commission # DD 988056
Rudires: FEB, 03, 2014
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# ARTICLES OF INCORPORATION OF LOLA & SAUL KRAMER SENIOR SERVICES AGENCY INC.

The undersigned, acting as the Incorporator of LOLA & SAUL KRAMER SENIOR SERVICES AGENCY INC. under Chapter 617 of the Florida Statutes, submits the following Articles of Incorporation.

#### ARTICLE I. NAME

The name of this corporation shall be LOLA & SAUL KRAMER SENIOR SERVICES AGENCY INC. (the "Corporation").

# ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be:

4847 Fred Gladstone Drive West Palm Beach, FL 33417

#### ARTICLE III, DURATION AND COMMENCEMENT OF EXISTENCE

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

#### ARTICLE IV. PURPOSE

- A. The Corporation is organized as a not for profit corporation for the purpose of providing medical and nutritional services to the community, located in Palm Beach County, Florida, which qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, or any corresponding section of any future federal tax code. Furthermore, this corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes.
- B. As a means and incidental to accomplishing the purpose for which this corporation is being operated, it shall have such powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by laws.
- C. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

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SECRETARY OF STATE SIVISION OF CORPORATIONS

- D. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.
- E. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to one of more organizations then described in Sections 501(c)(3) and 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or to the federal, state or local government for exclusively public purposes.

#### ARTICLE V. ELECTION OF DIRECTORS/OFFICERS

The directors and officers of the Corporation shall be elected in the manner set forth in the Bylaws of the Corporation.

### ARTICLE VI. LIMITATIONS ON CORPORATE POWER

The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes, except that no part of the assets or not earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherunce of the purposes set forth in Article IV hereof.

#### ARTICLE VIL INCORPORATOR

The name and address of the Incorporator is Jose I. Fernandez, 701 Brickell Ayenue, Suite 3000, Miami, FL 33131.

# ARTICLE VIII. REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4847 Fred Gladstone Drive, West Palm Beach, FL 33417. The name of the initial registered agent of the Corporation at that address, who is authorized to receive service of process is Keith Myers.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of this 26<sup>th</sup> day of May, 2011.

Jose/I. Hernandez, Incorporator

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# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

That JOLA & SAUL KRAMER SENIOR SERVICES AGENCY INC. desiring to organize under the laws of the State of Florida, has named Keith Myers as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced Corporation at 4847 Fred Gladstone Drive, West Palm Beach, FL 33417, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 26th day of May, 2011.

Keith Myor

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