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TURNER LAW GROUP

113 First Street N.E., Suite 2 • St. Petersburg, FL 33701-3382 • (813) 895-7777
Tampa (813) 226-8555 • Facsimile (813) 895-7770

Sheila D. Turner
Attorney & Counselor at Law

July 19, 1995

EFFECTIVE DATE
7/17/95

Florida Dept of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re File Corporate Documents for Abundant Blessings, Inc
Incorporators Curtis, Paun & Paun

Dear Gentlemen

Enclosed herein are Articles of Incorporation and By-Laws to be recorded for Abundant Blessings Inc

Sincerely,



Sheila D. Turner

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*****78.75 *****78.75

8/5/95


TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ABUNDANT BLESSINGS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

TURNER LAW GROUP

Name (printed or typed)

133 FIRST ST. N.E., SUITE 2

Address

ST. PETERSBURG, FL 33711

City, State & Zip

(813) 895-7777

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE
2/27/95

ARTICLES OF INCORPORATION
OF
ABUNDANT BLESSINGS, INC.
(a Florida Corporation)

We, the undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be **ABUNDANT BLESSINGS, INC.** The place in the State of Florida where the principle office of the corporation shall be 616 24th Street North, St. Petersburg, Pinellas County, Florida, 33713.

ARTICLE II.

This corporation is organized for the purpose of transacting any and all lawful business as authorized under the laws of the State of Florida or any other state, country or territory under which it may qualify to do business; and more particularly, it shall have all the powers set for the in Florida Statutes Chapter 607 and particularly 607 11, and any and all other powers incidental to the conducting of any and all lawful businesses.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of \$1.00 par value common stock.

ARTICLE IV.

The consideration for the issuance of said shares or any part thereof shall be money current in the United States of America, or property or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of said corporation. Whenever any share or shares are issued in consideration of payment to be made in property, or in services, the fair and just value of the property to be transferred, or the services performed, or rendered, or to be performed, or rendered, as a consideration for the issuance of stock shall be affixed by the Board of Directors of said corporation. Any and all shares of stock of this corporation shall be issued for the consideration fixed and determined as aforesaid, whether such condition shall be cash, property or services shall be fully paid and non-assessable.

ARTICLE V.

The principal office of this corporation shall be located 616 24th Street North, St. Petersburg, Florida 33713.

ARTICLE VI.

This corporation is to exist perpetually, commencing with the date of subscription and acknowledgment of these Articles of Incorporation so long as these Articles of Incorporation are

filed with the Department of State, State of Florida, within ten (10) days, exclusive of legal holidays, after subscription and acknowledgment thereof, and are subsequently approved by the Department of State, State of Florida, and all filing fees and taxes have been paid. Otherwise the date of the corporations' existence shall begin when the Articles of Incorporation have been filed with the Department of State, State of Florida, and are approved by it, and all filing fees and taxes have been paid.

ARTICLE VII.

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws adopted by the stockholders.

ARTICLE VIII.

The names and post office addresses of the first Board of Directors for the corporation, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified,, said director as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT PAUN, President	616 24th Street North St. Petersburg, FL 33713

Meetings of the Director and the stockholders of the corporation may be held in or without the State of Florida

ARTICLE IX.

These Articles of Incorporation may be amended in any manner provided for by law.

ARTICLE X.

The corporation shall have as its initial registered agent, ROBERT PAUN, whose address is 616 24th Street North, St. Petersburg, FL 33713, who shall acknowledge acceptance of said position by Affidavit.

ARTICLE XI.

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE XII.

The subscribers of these Articles of Incorporation and addresses are as follows:

<u>Name</u>	<u>Address</u>
ROBERT PAUN	616 24th Street North St. Petersburg, FL 33713
ELLEN PAUN	616 24th Street North St. Petersburg, FL 33713
THERESA CURTIS	616 24th Street North St. Petersburg, FL 33713

ARTICLE XIII.

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof, thereafter said By-Laws may be amended by the Board of Directors by agreement of a Directors at any regular meeting of said Board, or at any special meeting called for such purpose as all Directors present.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48 901, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED

First -- That ABUNDANT BLESSINGS, INC , desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in St. Petersburg, Florida, County of Pinellas, State of Florida, has named Robert Paun, located at 616 24th Street North, St. Petersburg, FL 33713, as its agent to accept service of process within Florida.



ROBERT PAUN

Abundant Blessings, Inc.

Abundant Blessings, Inc. is created for the express purpose of facilitating the formation of Adult Congregate Living Facilities (ACLFs) Abundant Blessings, Inc. shall carry on all functions necessary to ensure the operation of said ACLF(s) through out the State of Florida.

P95000060920

Abundant Blessings Inc.
12064 Escobar Place Apt 5
Sevinole, Florida 34642
June 14, 1996

Florida Department of State
Terri Buckley, Corporate Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Document Number P95000060920

Dear Ms Buckley,

This is to inform you of a change in our corporate mailing address. The new address is as follows:

Abundant Blessings Inc.
C/O Robert W. Paun
12064 Escobar Place, Apt 5
Sevinole, Florida 34642
(813) 399-5866

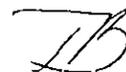
Also our corporate Annual Report is enclosed with no action or transactions having taken place during 1995. Please find enclosed our balance sheet reflecting this. Thank you.

Sincerely,



Robert W. Paun, President

repeated
6/19/96



P95000060920

Abundant Blessings Inc.
200 49th Street North
St. Petersburg, Florida
33710

November 16, 1996

Florida Department of State
Terri Buckley, Corporate Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Document Number P95000060920

Dear Ms Buckley,

This is to inform you of a change in our corporate mailing address. The new address is as follows:

Abundant Blessings Inc.
200 49th Street North
St. Petersburg, Florida 33710
(813) 323-0707

Thank you.

Sincerely,



Robert W. Paun, President

address chg
ST
11/25/96