

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000064108

RCA Limited, Inc.

FILED
01 JUN 27 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

700004448317--3
-06/28/01--01002--010
*****78.75 *****78.75

RECEIVED
01 JUN 27 PM 2:57
DIVISION OF CORPORATION

Signature _____

Requested by: CD

Date 6-27-01

Time 11:00

Name _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record J. BRYAN JUN 28 2001
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

**ARTICLES OF INCORPORATION
OF
RCA LIMITED, INC.**

FILED
01 JUN 27 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, make subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles Of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be **RCA LIMITED, INC.** and the corporate mailing address and principal place of business shall be 15203 Tilwood Place, Tampa, Florida 33618.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to provide care giving and companion services for the State of Florida.

ARTICLE III - CAPITAL STOCK

The amount of capital stock authorized shall consist of **Five Hundred (500)** shares of common voting stock having a par value of \$ 1.00 per share payable in lawful money of the United States of America or in other property, tangible or intangible, but not in labor services or stock, at a just valuation to be fixed by the Board of Directors, or issued as partly paid when so ordered by the Board of Directors. The capital stock of the corporation may at any time be increased or decreased as provided by the laws of Florida.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which is offered to others.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE VI - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Thomas E. Todd, Esquire
THOMAS E. TODD, P.A.
7617 Little Road
New Port Richey, Florida 34654-5525

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

Ronald C. Andrews

15203 Tilwood Place
Tampa, Florida 33618

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor or successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX - ACTION WITHOUT MEETING

The Action taken by the Board of Directors of this Corporation without a meeting shall nevertheless be Board action if written consent to the action in question is signed by all of the Directors and filed with the minutes of the proceedings of the Board, whether done before or after the action so taken.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Ronald C. Andrews,
15203 Tilwood Place, Tampa, Florida 33618.

ARTICLE XI - SUBSCRIBERS

The name and address of each subscriber and the number of shares of stock which each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Ronald C. Andrews	15203 Tilwood Place Tampa, Florida 33618	<u>500</u>

ARTICLE XII - OFFICERS

The following named persons shall act as officers of this Corporation, until their successors have been chosen and duly qualified:

President	-	Ronald C. Andrews
Vice President	-	Ronald C. Andrews
Treasurer	-	Ronald C. Andrews
Secretary	-	Ronald C. Andrews

ARTICLE XIII - OFFICERS AS DIRECTORS

All officers of this Corporation may be directors.

ARTICLE XIV - POWERS OF DIRECTORS

The Directors shall have the power to hold their meetings and to hold one or more offices and keep the books of the corporation, except the original or duplicate stock ledger, outside the State of Florida, at such place or places as from time to time may be designated by the By-Laws or resolutions of the Board of Directors. Members of the Board of

Directors may participate in regular meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XV - ASSIGNMENT OF STOCK

The original incorporator of this corporation shall have the right, after the organization of same, to assign to a person who may hereafter become a subscriber to the capital assignment, and who shall stand in lieu of the original incorporator and assume and carry out all of the rights, liabilities and duties entailed by said subscription, subject to the laws of the State of Florida.

ARTICLE XVI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVII - AMENDMENT

This corporation reserves the right to amend, alter, modify or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles
Of Incorporation this 25 day of JUNE, 2001.



Ronald C. Andrews, President

STATE OF FLORIDA

COUNTY OF PASCO

THE FOREGOING INSTRUMENT was acknowledged before me this 25 day
of JUNE, 2001, by RONALD C. ANDREWS, who personally appeared before
me at the time of notarization, and who is personally known to me or who produced a
_____, and who did not take an
oath.

NOTARY PUBLIC:

Sign:

Print:

Linda J. Colucci
Linda J. Colucci

State of Florida at Large

Commission No.:

(Seal)

My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED AND THE PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA**

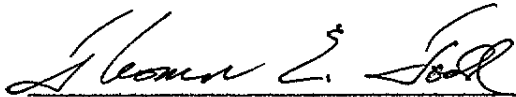
In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted in compliance with said sections:

RONALD C. ANDREWS, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Tampa, County of Hillsborough, State of Florida, has named, **THOMAS E. TODD, ESQUIRE, THOMAS E. TODD, P.A.**, as its registered agent to accept service of process within the state, who is located at 7617 Little Road, New Port Richey, Florida 34654-5525.

ACKNOWLEDGEMENT AND ACCEPTANCE OF REGISTERED AGENT

**STATE OF FLORIDA
COUNTY OF PASCO**

BEFORE ME, a notary public, authorized to take acknowledgments in the State and County set forth above, personally appeared at the time of notarization, **THOMAS E. TODD, ESQUIRE**, who is personally known to me and known to me to be the person who is nominated to act as the resident agent, acknowledged before me that he agrees to undertake said duty and he agrees to comply with the provisions of said sections relative to the proper performance of his duties.

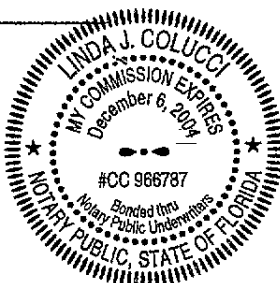

THOMAS E. TODD, ESQUIRE
Registered Agent

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid this 25th day of June, 2001.

NOTARY PUBLIC:

Sign: 
Print: Linda J. Colucci

State of Florida at Large
Commission No.
(Seal)
My commission expires:



FILED
01 JUN 27 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA