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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight MAR 25 2008

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THOMAS M. DONAHOO, JR.

EMILY R. KERNS

JOHN W. DONAHOO

(1907-1993)

March 20, 2008

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Our File No.: 8140.077
Taylor Home Health Care, Inc., a Florida not-for-profit corporation

To Whom It May Concern:

With reference to the above not-for-profit corporation, enclosed please find Articles of Incorporation, in duplicate, and our check in the amount of \$78.75, for the filing fees and certified copy.

If any additional information is needed, please contact the undersigned. Thank you for your cooperation.

Sincerely,



Haywood M. Ball

HMB/jmh

Enclosures

cc: John W. Barber, Jr.

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TAYLOR HOME HEALTH CARE, INC., a Florida not-for-profit corporation**

The undersigned, acting as incorporator of a compaction in compliance with Chapter 617, Florida Statutes, hereby executes the following Articles of Incorporation for such corporation (herein the "Corporation").

ARTICLE 1. NAME AND ADDRESS

The name of the Corporation is TAYLOR HOME HEALTH CARE, INC.

The principal street address and mailing address of the Corporation is 6601 Chester Avenue, Jacksonville, Florida 32217.

ARTICLE 2. DURATION

This Corporation is to exist perpetually.

ARTICLE 3. PURPOSE


This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, providing services to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 4. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered agent of the Corporation is 50 North Laura Street, Suite 2925, Jacksonville, FL 32202, and the name of the initial registered agent is Haywood M. Ball.

I hereby state that having been named as registered agent to accept service of process for the above stated Corporation at the place designated in these Articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated: March 20, 2008.


HAYWOOD M. BALL

ARTICLE 5. BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The manner in which the directors are elected or appointed is set forth in the Bylaws of the Corporation. The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
John W. Barber, Jr.	6601 Chester Avenue Jacksonville, Florida 32217
Doug Pullen	6601 Chester Avenue Jacksonville, Florida 32217
Matt Sherburne	6601 Chester Avenue Jacksonville, Florida 32217

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ARTICLE 6. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Haywood M. Ball	50 N. Laura Street, Suite 2925 Jacksonville, FL 32202

ARTICLE 7. DISSOLUTION AND DISTRIBUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding

section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE 8. MISCELLANEOUS PROVISIONS

Notwithstanding any powers granted to the Corporation by its Articles, Bylaws, or by the laws of the State of Florida, the following limitations of powers shall apply:

(1) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, or other private persons, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3.

(2) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(3) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) or 2055 of the Code.

(4) If the Corporation is a Private Foundation within the meaning of Section 509 of the Code, and is not an Operating Foundation as defined by Section 4942(j)(3) of the Code, then the following provisions shall apply:

(a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(b) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(c) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.

(d) The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Code.

(e) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE 9. INDEMNIFICATION

The Corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding pursuant to the provisions of Section 617.0831 of the Florida Not For Profit Corporation Act.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have executed these Articles this 20th day of March, 2008, for the purpose of forming this non-profit corporation under the Non-Profit Corporation Law of the State of Florida, and I hereby make and file in the office of the Secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.


HAYWOOD M. BALL