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DIVISION OF CORPORATION

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FLORIDA PROFIT/NON PROFIT CORPORATION

ONE LOVE NURSING MINISTRIES, INC.

Certificate of Status	0
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Page Count	06
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ONE LOVE NURSING MINISTRIES, INC.**

(A Corporation Not-For-Profit)

The undersigned hereby adopts these Articles of Incorporation to form a not-for-profit corporation pursuant to Chapter 617 of the Florida Statutes.

ARTICLE I

Name and Address

The name of the corporation shall be **ONE LOVE NURSING MINISTRIES, INC.** The street address of the corporation's initial principal office and mailing address shall be 8620 Klondike Rd., Pensacola, FL 32526-8739.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose Clause

The purpose of this corporation is to engage exclusively in charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended. The purpose for which this corporation is organized is to provide a Christian ministry to serve the nursing profession.

ARTICLE IV

Restrictions

A. This corporation does not contemplate pecuniary gain or profit to its members, directors or officers and no part of any net earnings of the corporation shall inure to the benefit of any member, director, officer or other individual; however, nothing herein shall prohibit the corporation from paying its officers and directors reasonable compensation for services rendered

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to or for the corporation, nor from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to or for the corporation.

B. All of the property of this corporation is and shall be irrevocably dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this corporation, the assets shall be distributed to one or more organizations which are organized and exist exclusively for educational, scientific, charitable or literary purposes and that qualify for exemption from federal income tax under the provisions of § 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to the United States of America, the State of Florida, the County of Escambia, State of Florida or other local government. In no event shall the assets or the property of the corporation, or the proceeds of any of such assets or property, upon dissolution, go or be distributed to members [unless such member qualifies as an organization described under the provisions of § 501(c)(3) of the Internal Revenue Code of 1986, as amended], either for reimbursement of any sums subscribed, donated or contributed by such members, or for any other purpose, other than as provided in Paragraph A of this Article.

ARTICLE V

Members

The corporation is organized under a non-stock basis.

ARTICLE VI

Members

The corporation shall have members, unless the by-laws shall provide that the corporation shall not have members. Qualification, voting and other rights of such members and the manner of their election or appointment shall be as set forth in the by-laws. If the by-laws provide that the corporation shall not have members, the board of directors shall have all of the powers that the members would otherwise have, including, but not limited to, the power to elect directors and the power to amend these articles of incorporation.

ARTICLE VII

Initial Board of Directors

The corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than three (3). Qualification, voting and other rights of such directors and the manner of their election or appointment shall be as set forth in the by-laws. The names and addresses of the initial directors of this corporation are:

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Suzanne Farthing, R.N.
8620 Klondike Rd.
Pensacola, FL 32562

Robin Price, R.N., B.S.N.
1323 Soaring Blvd.
Cantonment, FL 32533

Ron Jackson, C.P.A.
P.O. Drawer 13207
Pensacola, FL 32591-3207

Chris Comeaux, CEO
Four Seasons Hospice & Palliative Care
571 South Allen Rd.
Flat Rock, NC 28731

ARTICLE VIII

Officers and Directors

The officers of the corporation shall occupy those positions designated in the by-laws, and the officers and directors shall be elected and shall govern in accordance with the provisions of the by-laws.

ARTICLE IX

Indemnification

This corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-For-Profit Corporation Act and the Florida Business Corporation Act from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by such acts, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of members (if any) or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors, personal representatives and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE X

Incorporator

The name and address of the incorporator is Stephen R. Moorhead, Esq., 25 West Government Street, Pensacola, FL 32502.

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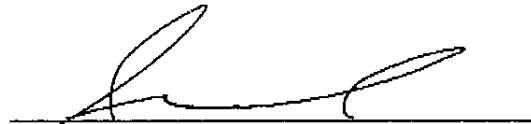
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ARTICLE XI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 25 West Government St., Pensacola, Florida 32502, and the name of the initial registered agent of this corporation at that address is Stephen R. Moorhead.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, I have executed these Articles of Incorporation, this 17 day of April, 2008, as an incorporator.



Stephen R. Moorhead, Incorporator

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FAX No. 850 202 8543

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Acceptance of Appointment as Registered Agent

I, Stephen R. Moorhead, do hereby accept the appointment as registered agent for One Love Nursing Ministries, Inc., as set forth in its articles of incorporation being filed simultaneously herewith. I am familiar with and accept the duties and obligations of such designation.


Stephen R. Moorhead
Registered Agent

Date 4-17-2008

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TALLAHASSEE, FLORIDA

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