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901-2... 71
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PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 959871 9799A

AUTHORIZATION : *Patricia Pizjits*

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 PM 9:15

ORDER DATE : May 20, 1996

ORDER TIME : 2:42 PM

ORDER NO. : 959871

CUSTOMER NO: 9799A

CUSTOMER: Ms. Rachel Chesnut
BARBARA SANDERS, ESQ

80 Market Street
Apalachicola, FL 32320

000001848880

DOMESTIC FILING

NAME: EMERALD COAST CARES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: *JP 5/30/96*

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ARTICLES OF INCORPORATION
OF
EMERALD COAST CARES, INC.
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

EMERALD COAST CARES, INC.

The address of the principal office of this corporation shall be Post Office Box 207, Apalachicola, Florida 32309, and the mailing address of the corporation shall be the same.

ARTICLE II.

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to provide research, health and education services to Franklin county and the surrounding areas.

ARTICLE III. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have five Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Horatio Rodriguez-Jimenez Dir.	Post Office Box 207 Apalachicola, Florida 32309
Thomas M. Merrill Dir.	Same
Kenneth E. Dykes Sr. Dir.	Same
Lynn Stephens Dir.	Same
Paul Sandhu Dir.	Same

ARTICLE IV.

The manner in which the directors are to be elected or appointed is as stated in the bylaws.

ARTICLE V. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Horatio Rodriguez-Jimenez Pres.	Post Office Box 207 Apalachicola, Florida 32320
Thomas M. Merrill V. Pres.	Same
Kenneth E. Dykes Sr. Sec./Treas.	Same

ARTICLE VI.

The name and address of the incorporator of these Articles is:

Kenneth E. Dykes Sr.
1 Washington Square
Apalachicola, Florida 32320

ARTICLE VII.

This corporation is to exist perpetually.

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ARTICLE VIII.

The street address of the initial registered office of the corporation shall be 1 Washington Square, Apalachicola, Florida 32320, and the name of the initial registered agent of the corporation at that address is Kenneth E. Dykes Sr.

IN WITNESS THEREOF, the undersigned agent has
has hereunto set their hand and seal on May 21, 1996.

By: Kenneth E. Dykes Sr.
Its Agent, Kenneth E. Dykes Sr.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Kenneth E. Dykes Sr., an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0503, Florida Statutes.

By: Kenneth E. Dykes Sr.
Its Agent, Kenneth E. Dykes Sr.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Emerald Coast Cares, Inc.

2. The name and address of the registered agent and office is:

Kenneth E. Dykes, Sr.
P.O. Box 207
Apalachicola, FL 32329

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kenneth E. Dykes, Sr.
KENNETH E. DYKES, SR.

May 16, 1996
Date