

N9900005959

Articles of Incorporation

FILED

99 OCT -7 AM 10: 03

Memorandum

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Florida Department of State

From: Mrs. Verna Wray

Date: September 13, 1999

Subject: Articles of Incorporation

600002991746--9
-09/21/99--01003--001
****131.25 *****87.50

305) 254-9574

Attached to this memorandum are two copies of the Articles of Incorporation for Personal Home Health Care, Inc., (PHHC, Inc.) and a check in the amount of \$ 131.25, for Articles of Incorporation. Please file one copy with your agency and return a file-stamped copy to me. Thank you very much for your cooperation.

Verna Wray GAVE

AUTHORIZATION BY PHONE TO

CORRECT Article I, add

DATE acceptance and title of R.H.

COMP. EXAM. PH

PH 10/7/99
1-99-22076



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 24, 1999

VERBA WRAY
9507 SW 160TH ST
MIAMI, FL 33157

SUBJECT: PERSONAL HOME HEALTH CARE, INC.
Ref. Number: W99000022076

We have received your document for PERSONAL HOME HEALTH CARE, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 099A00046785

**Articles of Incorporation
for
Personal Home Health Care, Inc.
9507 SW 160th Street
Miami, Florida 33157**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1-Name

Personal Home Health Care, Inc.

1.1 The name of this corporation is Personal Home Health Care, Inc. The principal address is 9507 SW 160th St, Miami, Florida 33157.

Article 2-Purpose

2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Corporations Code. This corporation will endeavor in providing home Health care assistance to individuals, and those who are infected and affected with HIV/AIDS throughout the state of Florida.

Article 3-Officers and Directors

The liability of the officers and directors of this corporation for monetary damages will be eliminated to the fullest extent permissible under Florida law.

This corporation is authorized to provide indemnification of agents (as defined in Article 617 of the Florida Corporations Code) for breach of duty to the corporation and its shareholders through bylaw provisions or through Agreements with the agents, or through shareholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Article 617 of the Corporations Code, subject to the limits on such excess indemnification set forth in Article 617.0302 Florida Statutes of the Corporations Code.

Article 4-Directors Elected

The manner in which the directors are elected or appointed are as follows:

- The Founder will appoint all directors in an advisory capacity only

Article 5-Initial Agent

The name and address in the State of Florida of this corporation's initial agent for service of process is:

Verna Wray
11 Clear Lane
Miami, FL 34472

Article No. 6

Personal Home Health Care, Inc. is organized exclusively for charitable, educational, and religious purposes, within the meaning of section 501 (c) (3) of the Internal Revenue code. Providing Home Health care for low-income individuals and those infected and affected by HIV/AIDS, stimulating economic development, HIV/AIDS prevention education, and Substance Abuse Prevention education.

Article No. 7

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation/organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

Article No. 8

Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious, or scientific or 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 No. 9

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation or corporation

organized and operated exclusively for the purposes specified in Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax law.

Article 10-Board of Directors

The following is the list of the current Board of Directors of the Personal Home Health Care, Inc.

Leaford Wray, President
9507 SW 160th Street
Miami, FL 33157

Dr. Roberto Osborne, MD, Vice President
8740 N Kendall Dr., Suite 209
Miami, FL 33176

Angela Lewis, Secretary
9803 SW 191st Street
Miami, FL 33157

Ninon Daley, Treasurer
19371 SW 119th Avenue
Miami, FL 33177

Verna Wray, Chaplin
9507 SW 160th Street
Miami, FL 33157

This 17 day of September, 1999

Sherrie A. Taylor (SEAL)

NOTARY COMMISSION EXPIRATION 03/05/01



