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1225 W 45TH ST SUITE SON

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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(Corporation Name)	(Document #) ****** 78. 75 *****	78.7s
Corporation Name)	(Document #)	
3. (Corporation Name)	(Document #)	F1 JAN :
4. (Corporation Name) Walk in Pick up time Mail out Will wait	(Document #) Certified Copy Photocopy Certificate of Status	ILED 24 MH 22
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	

Examiner's Initials

FILED

2000 JAN 24 M 11: 22

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA SENIOR HOME CARE, INC

We, the undersigned, hereby make the following declaration for the purpose of becoming a corporation under and pursuant to the provisions of the laws of the State of Florida, of a corporation for profit, and do hereby certify as follows:

ARTICLE I

The name of the corporation shall be FLORIDA SENIOR HOME CARE, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is ONE THOUSAND (1,000) SHARES with \$.01par value. All such stock shall be payable in cash, property, labor, or services at a just value to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this corporation shall commence business is not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business of said corporation should be at 400 West 35th Street, Riviera Beach, Florida 33404 with the privilege of having branch offices at any other place within the State or without the State.

ARTICLE VII

The number of shareholders of this corporation shall be one (1) or more, as determined by the shareholders.

ARTICLE VIII

The names and street address of the first Board of Directors of the corporation who shall hold office for the first year, or until successors are chosen, shall be:

Angela Wynn 400 West 35th Street Riviera Beach, Fl 33404

ARTICLE IX

The name and street address of each person signing these Articles of Incorporation as a subscriber are as follows:

Angela Wynn 400 West 35th Street Riviera Beach, Fl 33404

ARTICLE X

The street address of the original registered office and the name of the original registered agent at such address of this corporation shall be as follows:

1225 West 45th Street, Suite 502 West Palm Beach, Fl 33407

Registered Agent: Jorge R Caro

ARTICLE XI

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by section 607.0850, Florida Statutes.

ARTICLE XII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE XIII

Directors of this Corporation need not to be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the By-Laws.

The corporation, its shareholders, or any combination of the corporation and its shareholders may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreements is noted on the face or on the back of the certificate representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

IN WITNESS OF THE FOREGOING we have hereunto set our hand and seal and acknowledged to be filed in the Office of the Secretary of State, the foregoing Certificate of Incorporation, this _______, 2000.

Angela Wynn

400 West 35th Street Riviera Beach, Fl 33404

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA – NAMING AGENT UPON WHO PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT INTERNATIONAL ADOPTION ASSISTANCE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF LAKE WORTH HAS NAMED JORGE R CARO LOCATED AT 1225 W 45TH STREET, SUITE 502, WEST PALM BEACH, FL. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ACKNOWLEDMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANC OF MY DUTIES.

SIGNATURE

DATE

an 7,2000