### Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number: 072450003255 : (305)541-3694

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### FLORIDA PROFIT CORPORATION OR P.A.

#### **MUTUAL CARE CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

EMPIRE CORPORATE KIT



#### ARTICLES OF INCORPORATION

OF

#### MUTUAL CARE CORPORATION

We, the undersigned natural persons competent to contract acting as incorporators of a corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such corporation.

### **ARTICLE 1**

NAME

The name of the corporation is:

MUTUAL CARE CORPORATION.

#### ARTICLE II

#### **PURPOSE**

The general nature of the business to be transacted is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

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#### ARTICLE IV

#### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of any kind, class or series, shall have the preemptive right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE V

#### INITIAL CAPITAL

The amount of capital with which the corporation will begin business shall not be less than (\$500.00)

#### ARTICLE VI

### CORPORATE EXISTENCE

The corporation is to have perpetual existence.

#### ARTICLE VII

#### PRINCIPAL OFFICE

The street address of the principal office of the corporation in the State of Florida is <u>5890</u>
<a href="mailto:SW 8 Street, Mismi, Florida 33144">SW 8 Street, Mismi, Florida 33144</a>.

#### ARTICLE VIII

#### **NUMBER OF DIRECTORS**

The number of directors of the corporation shall be set from time to time by the By-Laws, but shall be at least one (1).

### ARTICLE IX OFFICERS AND FIRST BOARD OF DIRECTORS

The name and street address of the member of the first board of director of the corporation is as follows:

ORLANDO J. VALDES 1930 Country Club Prado Coral Gables, Florida 33134 Director/President/Treasurer

GLADYS I. VALDES 1930 Country Club Prado Coral Gables, Florida 33134 Director/Vice-President/Secretary

### ARTICLE X SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation is:

ORLANDO J. VALDES 1930 Country Club Prado Coral Gables, Florida 33134

### ARTICLE XI INITIAL RESIDENT AGENT AND ADDRESS

The street address of the initial registered agent of this corporation and address are:

ORLANDO J. VALDES 5890 SW 8 Street Miami, Florida 33134

## ARTICLE XII AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

#### ARTICLE XIII

#### **BY LAWS**

The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

#### ARTICLE XIV

#### INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

IN WITNESS WHEREOF, we do make and subscribe these Articles of Incorporation this day of April , 2000.

Orlando J. Valds

STATE OF FLORIDA	)
COUNTY OF MIAMI-DADE	) SS

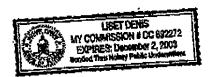
I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid to take acknowledgments, personally appeared, Orlando Voldes, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in Miami, Dade County, Florida, this 7 day of 2000.

NOTARY PUBLIC AT LARGE

State of Florida

My commission expires:



#### ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Orlando 9, Volds
ORLANDO J. VALDES

ON APR -7 PM 3: 48
SECNETARY OF FLURIDA
SECNETARY OF FLURIDA