

PD 0000039342  
Thomas V. Close, Attorney at Law

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April 13, 2001

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32314

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-04/16/01--01100--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

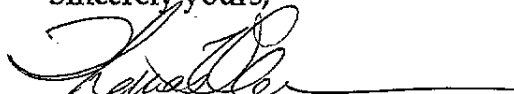
RE: WATTERS CARE CALL, INC.

Dear Sir or Madam:

Enclosed you will find the Articles of Incorporation and Registered Agent Designation for the above referenced corporation, along with my check in the amount of \$78.75 for the filing of same.

Please file and provide us with a Certificate of Status and a certified copy of the Articles at your earliest convenience.

Sincerely yours,

  
Thomas V. Close

FILED  
01 APR 16 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CO 4-18

**ARTICLES OF INCORPORATION  
OF  
WATTERS CARE CALL, INC.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is WATTERS CARE CALL, INC.

**ARTICLE II - INITIAL PRINCIPAL OFFICE**

The corporation shall have its principal office at 12776 Meadowbreeze Drive, Wellington, Florida 33414.

**ARTICLE III - CORPORATE PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have to issue is 1,000, all of which shall be common shares with par value of \$1.00 (one dollar).

**ARTICLE V - PREEMPTIVE RIGHTS GRANTED**

Each Shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 12776 Meadow- breeze Drive, Wellington, FL 33414 and the name of the initial registered agent of this corporation at that address is Shawn Watters.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the

bylaws. The name and address of the initial board of directors of this corporation are:

Shawn Watters  
12776 Meadowbreeze Drive  
Wellington, FL 33414

Marie Luise Watters  
12776 Meadowbreeze Drive  
Wellington, FL 33414

**ARTICLE VIII - INCORPORATOR**

The name and address of each person signing these Articles of Incorporation is:

SHAWN WATTERS  
12776 Meadowbreeze Drive  
Wellington, FL 33414

**ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

**ARTICLE XI - BYLAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF the undersigned subscribed have executed these Articles of Incorporation this 12 day of April, 2001.

  
SHAWN WATTERS

STATE OF FLORIDA


COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared SHAWN WATTERS, who is (X) personally known to me or who has provided \_\_\_\_\_ as identification, who acknowledged before me that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and seal in the State and County aforesaid, this 12<sup>th</sup> day of April, 2001.



Thomas V. Glose  
Commission # 0023446  
Expires Apr. 4, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
NOTARY PUBLIC  
State of Florida at Large  
My commission expires: 4/4/03

**STATE OF FLORIDA**

**DEPARTMENT OF STATE**

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

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

FIRST -- THAT WATTERS CARE CALL, INC. 12776 MEADOWBREEZE DRIVE,  
WELLINGTON, FL 33414, DESIRING TO ORGANIZE OR QUALIFY UNDER THE  
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS  
AT 12776 MEADOWBREEZE DRIVE, WELLINGTON, FL 33414, HAS NAMED  
SHAWN WATTERS, 12776 MEADOWBREEZE DRIVE, WELLINGTON, FLORIDA  
33414, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



**SHAWN WATTERS, INCORPORATOR**

DATE: 4-12-01

**ACCEPTANCE:**

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



**SHAWN WATTERS  
REGISTERED AGENT**

DATE: 4-12-01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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