

LAW OFFICES
COHEN & THURSTON, P.A.
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JACKSONVILLE, FLORIDA 32210

LANCE PAUL COHEN
JANET H. THURSTON

904/388-6500
FAX 904/387-4192

PD1000041561

April 17, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

RE: H & A of St. Augustine, Inc.

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-04/23/01--01145--008
****122.50 *****78.75 =

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for the above referenced corporation together with my firm check in the sum of \$122.50, covering the following expenses:

Filing fee	\$35.00
Registered Agent Cert.	\$35.00
Certified copy	\$52.50

I would appreciate your returning the certified copy to me after filing. Thanking you in advance, I am

Very truly yours,


Lance Paul Cohen

LPC/lmm
Enclosures

FILED
01 APR 23 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight APR 25 2001

ARTICLES OF INCORPORATION

OF

H & A OF ST. AUGUSTINE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. CORPORATION NAME.

The name of the corporation is H & A of St. Augustine, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE IV. TERMS OF EXISTENCE.

This corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Lance Paul Cohen, Esquire, 1723 Blanding Blvd., Suite #102, Jacksonville, FL 32210

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

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01 APR 23 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. PRINCIPAL OFFICE AND MAILING ADDRESS.

The address of the principal office of the corporation is 2530 SR 207, St. Augustine, Florida 32086 and the mailing of the corporation is 2530 SR 207, St. Augustine, Florida 32086.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders but shall never be less than one (1).

ARTICLES VIII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and her street addresses are:

Hsiaomei Walden
14070 Antelope Court
Jacksonville, FL 32225

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

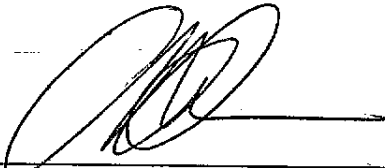
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Lance Paul Cohen, Esquire, 1723 Blanding Blvd., Suite #102, Jacksonville, Florida 32210

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation on April 18, 2001.



Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public, personally appeared Lance Paul Cohen, to me known to be
the person described as Incorporator and who executed the foregoing Articles of Incorporation, and
acknowledged to and before me that he subscribed to these Articles of Incorporation on April
18th, 2001.



Rebecca Lee Cook
Commission # CG 823450
Expires Apr. 4, 2003
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public, State of Florida
My Commission Expires: _____

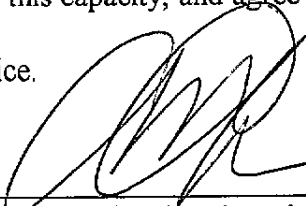
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said act:

FIRST - H & A of St. Augustine, Inc., desiring to organize under the laws of the State of
Florida, with its principal place of business as indicated in the Articles of Incorporation as the City
of St. Augustine, County of St. Johns, State of Florida, has named Lance Paul Cohen, Esquire,
located at 1723 Blanding Blvd., Suite #102, Jacksonville, Florida, as its agent to accept service of
process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at places
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provisions of said act relative to keeping open said office.



Lance Paul Cohen, Esquire
Registered Agent

FILED
01 APR 23 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA