

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**FD100005805**

Heart to Heart Caregivers, Inc

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-06/12/01--01006--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
01 JUN 12 AM 10:17  
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search **J. BRYAN JUN 12 2001**
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

RECEIVED  
01 JUN 12 AM 9:47  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: **KC** **6/12**

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**HEART TO HEART CAREGIVERS, INC.**

**FILED**  
01 JUN 12 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being a natural person and competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this Corporation is **Heart to Heart Caregivers, Inc.**

**ARTICLE II. PURPOSE**

This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a Corporation organized under the Florida general Corporation law, as in effect from time to time.

**ARTICLE III. CAPITAL STOCK AUTHORIZED**

a. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 100 shares of common stock at one dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money, property, labor or services.

**ARTICLE IV. DURATION**

The Corporation shall have perpetual existence.

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal place of business of this Corporation is: 1351 N.E. Miami Gardens Drive - Suite 1216-E, North Miami Beach, FL 33179, and the address of the registered office and initial registered agent of this Corporation at that address is Aron M. Mandl, Esq., 3407 N.W. 9<sup>th</sup> Avenue - Suite 250, Fort Lauderdale, FL 33309.

**ARTICLE VI. INCORPORATOR**

The name and address of the person signing these articles is:

**Mr. Eli Mell**  
**1351 N.E. Miami Gardens Drive - Suite 1216-E**  
**North Miami Beach, FL 33179**

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of members of the initial board of directors shall be One. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

Mr. Eli Mell  
1351 N.E. Miami Gardens Drive - Suite 1216-E  
North Miami Beach, FL 33179

#### **ARTICLE VIII. INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

#### **ARTICLE IX. INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### **ARTICLE X. INDEMNIFICATION**

The Corporation shall indemnify each officer, director, former officer and former director, against all expenses reasonably incurred by them in connection with or arising out of any action, suit or proceeding which they may be involved, by reason of them being or having been a director or officer of the Corporation, to the fullest extent permitted by law.

#### **ARTICLE XI. BYLAW AGREEMENT**

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors, and Stockholders provided that such amendment be in compliance with the laws of Florida.

#### **ARTICLE XII. PREEMPTIVE RIGHTS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

**ARTICLE XIII. OFFICERS**

The officers of this corporation shall be:

<u>Name</u>	<u>Position</u>
Eli Mell	President
Eli Mell	Vice President
Eli Mell	Secretary
Eli Mell	Treasurer

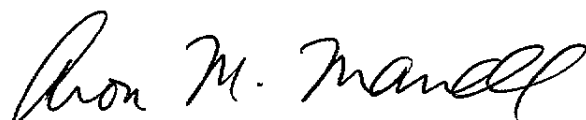
IN WITNESS WHEREOF, The undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 5<sup>th</sup> day of June, 2001.

  
\_\_\_\_\_  
ELI MELL, Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for **Heart to Heart Caregivers, Inc.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: June 5, 2001

  
\_\_\_\_\_  
ARON M. MANDL, ESQ., Registered Agent

STATE OF FLORIDA        }  
                                  } SS  
COUNTY OF BROWARD    }

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared ELI MELL to me,

☒ personally known to me

\_\_\_\_\_ produced \_\_\_\_\_ as identification

to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that said person subscribed to those Articles of Incorporation for the uses and purposes therein expressed.

**WITNESS** my hand and official seal in the county and state last aforesaid this 5<sup>th</sup> day of June, 2001.

*Aron M. Mandl*

NOTARY PUBLIC  
State of Florida at Large

My commission expires:



Aron M. Mandl  
Commission # CC 924744  
Expires April 3, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

**FILED**  
01 JUN 12 AM 10:17  
SECL. CLERK OF STATE  
TALLAHASSEE, FLORIDA