

ATTORNEY AT LAW 500 EAST JACKSON STREET ORLANDO, FLORIDA 32801

FILED OI OCT 25 AMII: 09 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FAX 407-841-7304

LAWRENCE E. DOLAN

October 22, 2001

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

600004654078--5 -10/26/01-01007--006 *****367.50 ******78.75

All Care Animal Hospital, P.A. All Care Medical Equipment, Inc. All Care Investments -- Incorporation Re:

Dear Madam:

Enclosed for filing are the original Articles of Incorporation for the above two (2) corporations and one (1) professional association along with our check in the amount of \$367.50, representing payment of the following fees:

1.	Filing three (3) Articles of Incorporation	\$105.00
2.	Filing three (3) Registered Agent Certificates	105.00
3.	Three (3) Certified Articles of Incorporation	<u>157.50</u>

Total

\$367.50

For your convenience, we are enclosing copies of each Articles which you may use for certification. Please return the certified Articles to the attention of the undersigned. Thank you for your attention to this matter.

Very truly yours,

LAWRENCE E. DOLAN, P.A.

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LAWRENCE E. DOLAN

LED:ln Enclosures cc: Dr. Dwain E. Zagrocki

ARTICLES OF INCORPORATION FILED OF 01 OCT 25 AM 11:09 ALL CARE MEDICAL EQUIPMENT, INC JALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ALL CARE MEDICAL EQUIPMENT, INC.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this Corporation shall be to have and to exercise all of the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand [10,000] shares of One Dollar (\$1.00) par value, common stock, which shall be designated "common shares".

ARTICLE IV

This Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

> DWAIN E. ZAGROCKI 17404 Apshawa Road Clermont, Florida 34711

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street office of the initial registered office of this Corporation is 404 South Highway 27, Minneola, Florida 34702, and the name of the initial registered agent of this Corporation at that address is Dwain E. Zagrocki. The mailing address of the Corporation and its registered office is the same as above.

ARTICLE VI - BY-LAWS

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

ARTICLE VII - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of October, 2001.

1 Mm DWAIN E. ZAGROCK

17404 Apshawa Road Clermont, Florida 34711

STATE OF FLORIDA) COUNTY OF ORANGE)ss:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, DWAIN E. ZAGROCKI; _____ who is personally known to me; or _____ who produced ______ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid this <u>(9th</u>) day of October, 2001.

NOTARY PUBLIC print LUCILLE M. NEELEY MY COMMISSION # CC 992367 EXPIRES: January 28, 2005 Bonded Thru Notary Public Underwriters

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

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

That ALL CARE MEDICAL EQUIPMENT, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Minneola, State of Florida, has named DWAIN E. ZAGROCKI, located at 404 South Highway 27, City of Minneola, State of Florida, as its Agent to accept service of process within the State of Florida.

SIGNATURE	DWW E Zennel DM DWAIN E. ZAGROCKI	-
TITLE:	President	
DATE:	19 Oct , 2001	

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 PERFORMANCE OF MY DUTIES.

DWAIN E. ZAGROCKI SIGNATURE:

19 Oct DATE:

____, 2001

FILED