

P02:000101277

Cathy Lynn Muncy  
1536 Pleasant Road  
Maxville, Florida 32234

FILED

02 SEP 17 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 11, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 6237  
Tallahassee, Florida 32314

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-09/17/02--01060--013  
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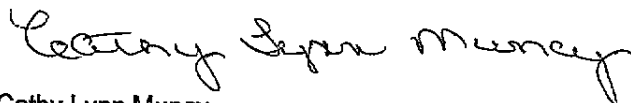
RE: STRATEGIC HOMEHEALTH NETWORK, INC

Dear Sir or Madame:

Enclosed for filing are Articles of Incorporation for STRATEGIC HOMEHEALTH NETWORK, INC., together with our check of \$78.75 (filing fees - \$35.00, Register Agent Designation - \$35.00, Certified Copy - \$8.75). Upon filing of same, please provide us with a certified copy of the Articles of Incorporation in enclosed self-addressed stamped envelope.

Thank you for your assistance in this matter. Should you have any questions or comments please call me.

Sincerely,



Cathy Lynn Muncy

QB/9/19

**ARTICLES OF INCORPORATION**  
**OF**  
**STRATEGIC HOMEHEALTH NETWORK, INC.**

**FILED**  
02 SEP 17 AM 10:11  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned do hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that the following Articles of Incorporation have been adopted:

**ARTICLE I**

The name of the corporation is STRATEGIC HOMEHEALTH NETWORK, INC.

**ARTICLE II**

This corporation shall have perpetual existence and its existence shall commence on the date, which these articles are filed.

**ARTICLE III**

This corporation is organized to engage in any and all lawful purposes activity or business which corporations may be permitted under the laws of the United States and the State of Florida; including but not in any way limiting its power, to buy, hold, own, work, develop, improve, divide, subdivide, manufacture, process, sell, convey, lease, mortgage, pledge, exchange and otherwise deal in and dispose of, on its own account or on commission, property of all kinds, real, personal and mixed, including stocks, bonds and securities issued or created by any other corporations in any state or county, and whether now or hereafter organized, and including rights, easements and incorporeal hereditament, appurtenant thereto, and including patents, patent rights, permits, privileges, franchises, licenses, sewage systems, water power and water works, plants for the generation, distribution and supply of electricity, gas, steam and other agencies for light and heat and other purposes to which the same might be adapted; to build, construct, maintain and operate any of the properties above mentioned and supply conveniences there from; and while the owner of the property, to exercise all the rights, powers and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owned by it; to be a promoter, incorporator, partner member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; to underwrite the sale of stock, bonds and

securities issued by other corporations; to borrow money and secure the same and moneys otherwise owing by mortgages, debentures, bonds, deeds, notes or other obligations therefore; to lend money, to employ its surplus and earned surplus in the purchase of or acquisition of its shares or obligations, from time to time as its Directors may determine, and to hold the same in its Treasury to be thereafter sold, issued, or disposed of when and in such manner as the Board of Directors of the corporation may deem expedient; to enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to the amount, with any person, firm, association or corporation, town, city, county, parish, state, territory or government; to draw, make accept, endorse, discount, execute and issue promissory notes, draft bills of exchange, warrants, debentures and other negotiable or transferable instruments; to carry on an or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere without restriction as to any of the powers herein set forth, to the same extent as natural persons might or could do, and in any part of the world,, as principals, agents, contractors, or otherwise, alone or in company with others, to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the businesses or acts above named, and to have all the general powers as set out in Florida Statutes, Section 607.071. The intention is that none of the objects and powers hereinabove specified and clauses contained in this Article, except where otherwise specified in this Article, in no way shall be limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Article herein, but that the objects are regarded as independent objects and powers.

#### ARTICLE IV

The maximum number of shares of common stock that this corporation is authorized to issue and to have outstanding at any time is 10,000 shares, having a par value of \$1.00 per share. All common stock shall be fully paid and nonassessable.

#### ARTICLE V

Every share holder, upon the sale for cash of any new shares of stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata shares thereof (as nearly as may be done without issuance of fractional shares), at the price at which is offered to others.

#### ARTICLE VI

(a) The street address of the initial registered office of this corporation is 1536 Pleasant Road, Maxville, Florida 32234 and the initial resident agent of this corporation at that address is Cathy Lynn Muncy

(b) The principal office address and mailing address of this corporation is 1536 Pleasant Road, Maxville, Florida 32234

## ARTICLE VII

This corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by majority vote of the shareholders, but shall never be less than one (1). The names and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, by the By-Laws of this corporation and the Laws of the State of Florida, shall hold office until the first meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death, is as follows:

<u>Name</u>	<u>Address</u>
Cathy Lynn Muncy	1536 Pleasant Road Maxville, Florida 32234
Arthur Grant McManus	11064 Barbizon Circle East Jacksonville, Florida 32257
Charles W. Coker	2333 The Woods Dr. Jacksonville, FL 32246
Lee Wolfe	2970 Green Valley Road Snellville, GA 30078

## ARTICLE VIII

The name and street address of each incorporator and a statement of the number of shares of stock which he agrees to subscribe, along with the value which he agrees to pay thereof is as follows:

<u>Name</u>	<u>Address</u>	No.	Value
Cathy Lynn Muncy	1536 Pleasant Road	2500	\$2500.00
Arthur Grant McManus	11064 Barbizon Circle East	2500	\$2500.00
Charles W. Coker	2333 The Woods Dr.	2500	\$2500.00
Lee Wolfe	2970 Green Valley Road	2500	\$2500.00

The proceeds of the shares of stock subscribed for will be at least as much as the amount of the par value thereof.

ARTICLE IX

The officers of this corporation shall be a president, one or more Vice-Presidents, a Secretary, a Treasurer and such other officers, agents and factors shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

ARTICLE X

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

ARTICLE XI

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred on shareholders herein are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 11th day of September, 2002, Incorporation for the purpose of forming this corporation under the laws of the State of Florida, and he hereby makes and files, in the office of the Secretary of State of Florida these Articles of Incorporation, and certifies that the facts herein stated are true.

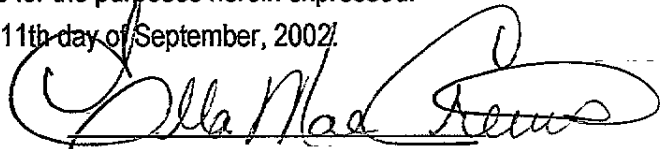
*Cathy Lynn Muncy*  
Cathy Lynn Muncy

7c. Dn. Lic.  
# M 520 502 551830

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, personally appeared Cathy Lynn Muncy to me well known and known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes herein expressed.

WITNESSED my hand and official seal this 11th day of September, 2002.



Notary Public State of Florida

My Commission Expires:



Ella Mae Crews  
MY COMMISSION # CC992426 EXPIRES  
January 25, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

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

FILED  
02 SEP 17 AM 10:11  
CLERK OF STATE  
JUDICIAL SEC. FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, Strategic HomeHealth Network, INC.  
desiring to organize under the laws of the State of Florida, with its registered office, as indicated in  
the Articles of Incorporation, at the City of Jacksonville, County of Duval, State of Florida, has  
named Cathy Lynn Muncy, 1536 Pleasant Road, Maxville, Florida 32234 as its resident agent to  
accept service of process within this state.

ACKNOWLEDGMENT

The undersigned having been named to accept service of process for the above stated  
corporation, at the place 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 my office open.

Cathy Lynn Muncy  
Cathy Lynn Muncy  
Fl. Dn. Lic. #  
MS20 502 551830