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FILED  
2003 MAY 16 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5-28-03

LAW OFFICES  
**VIHLEN & SILLS, P.A.**  
1173 SPRING CENTRE SOUTH BOULEVARD, SUITE C  
ALTAMONTE SPRINGS, FLORIDA 32714  
(407) 786-2200

SIDNEY L. VIHLEN, III  
PAUL M. SILLS  
STEPHANIE L. BRENNAN

PLEASE REPLY TO:  
POST OFFICE BOX 161554  
ALTAMONTE SPRINGS, FLORIDA  
32716-1554  
TELECOPIER (407) 786-2247

May 13, 2003

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Filing of Articles of Incorporation for NURSE WORLD HOME HEALTH CARE,  
INC.

Dear Sir or Madam:

Enclosed, you will find the Articles of Incorporation for **NURSE WORLD HOME HEALTH CARE, INC.** Please file these Articles with your office.

Also, enclosed, you will find Nurse World of Orlando's check number 4704 made payable to the Secretary of State in the amount of \$78.75, representing the filing fee for the enclosed Articles.

Thank you for your assistance with this matter and, should you require anything further, please contact our office at (407) 786-2200.

Sincerely,

VIHLEN & SILLS, P.A.



Paul M. Sills

PMS/sab  
enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**NURSE WORLD HOME HEALTH CARE, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is:

**NURSE WORLD HOME HEALTH CARE, INC.**

**ARTICLE II**  
**CORPORATE EXISTENCE**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III**  
**PURPOSES**

This corporation is formed for the purposes of engaging in any general business and business related activities as are permitted under the laws of the State of Florida and the United States including, without limitation, home health care services.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with no par value. All or any part of said stock of this corporation may be paid for wholly, or in part, by cash, or by the purchase of property, patents, labor or services at a just valuation to be fixed by the Board of Directors of this corporation at any regular or special meeting and any and all shares so issued shall be fully paid and nonassessable.

**FILED**  
**2009 MAY 16 AM 10:27**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE V**  
**INITIAL OFFICE**

The initial street address of the principal office of this corporation in the State of Florida is 2250 Lee Road, Suite 102, Winter Park, Florida, 32789. The directors may from time to time, move the principal office to any other address in the State of Florida. The corporation shall have the privilege of having one or more branch offices at other places within the State of Florida or outside the State of Florida as may be deemed necessary and be designated from time to time by the Board of Directors of this corporation.

**ARTICLE VI**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one. The initial Board of Directors shall consist of the following:

VALERIE DENNER.....DIRECTOR

**ARTICLE VIII**  
**OFFICERS**

The initial officers of the Corporation shall be a president, secretary and treasurer. The initial officers shall be elected at the organizational meeting of the Board of Directors and shall serve until the first annual meeting of the Board of Directors to be held immediately following the first annual meeting of the shareholders of the corporation. Thereafter, the officers shall be elected by the Board of Directors at each annual meeting of the Board of Directors to be held immediately after the annual meeting of the shareholders of the corporation. New offices may be created, and appointments may be made therefor, and any office that may become vacant may be filled by the Board of Directors of the corporation at any regular meeting or at any special meeting called for that purpose. The duties of the officers of the corporation shall be prescribed by the By-Laws.

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is Vihlen & Sills, P.A., 1173 Spring Centre South Boulevard, Suite C, Altamonte Springs, Florida 32714, and the name of the initial registered agent of this Corporation at that address is **VIHLEN & SILLS, P.A.**

**ARTICLE X**  
**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, unless all Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE XI**  
**INDEMNIFICATION**

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

**ARTICLE XII**  
**INCORPORATOR**

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

**VALERIE DENNER**  
2250 Lee Road, Suite 102  
Winter Park, Florida 32789

**IN WITNESS WHEREOF**, the undersigned has made and subscribed these Articles of Incorporation for the uses and purposes aforesaid on this 9th day of MAY, 2003.

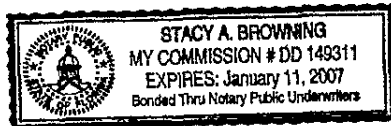
  
\_\_\_\_\_  
**VALERIE DENNER**  
Incorporator

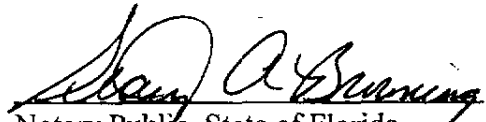
STATE OF FLORIDA                    }  
COUNTY OF SEMINOLE               }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared, **VALERIE DENNER**, who is either personally known by me, or who produced a Drivers License as identification, and who, after being duly sworn, acknowledged to me that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this the 9th day of MAY, 2003.

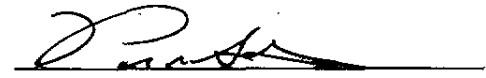
(SEAL)



  
Notary Public, State of Florida

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **NURSE WORLD HOME HEALTH CARE, INC.**, which is contained in the foregoing Articles of Incorporation.

  
**PAUL M. SILLS**  
Florida Bar Number: 0046760  
Vihlen & Sills, P.A.  
Registered Agent