

AUG. -16' 06 (WED) 13:07

TEL: 850 525

P. 001

Division of Corporations

Page 1 of 1

PO30000082102

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000202291 3)))



H060002022913ABCW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG 16 PM 4:00

COR AMND/RESTATE/CORRECT OR O/D RESIGN

UNITY HOME HEALTH SERVICES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing Menu

Help

<https://efile.sunbiz.org/scripts/efilcovr.exe>

8/11/2006

Amended & Restated
Art.
08/16/06 Dr

AUG. -16' 06 (WED) 10:28
850-205-0381

8/14/2006 10:55

TEL: 850 558 1525

P. 002

PAGE 001/001 Florida Dept of State



August 14, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

UNITY HOME HEALTH SERVICES, INC.
10491 HELEY STREET
SPRING HILL, FL 34608US

SUBJECT: UNITY HOME HEALTH SERVICES, INC.
REF: P03000082102

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation").

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H06000202291
Letter Number: 806A00050127

RECEIVED
06 AUG 16 AM 8:00
DIVISION OF CORPORATIONS

P.O BOX 6327 - Tallahassee, Florida 32314

H06000202291 3

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF**

UNITY HOME HEALTH SERVICES, INC.

**ARTICLE I
NAME**

The name of this corporation is: Unity Home Health Services, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address of the principal office of this corporation is 130 JFK Drive, Suite 203, Atlantis, Florida 33462. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

**ARTICLE III
PURPOSE**

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of common stock.

The sole shareholder of the corporation is Nurse-On-Call, Inc.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share.
- (b) At all meetings of the stockholders the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon, so long as such interest is disclosed.
- (c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other matters on which shareholders are entitled to vote shall be vested exclusively in the holders of the outstanding common stock.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG 16 PM 4:00

H06000202291 3

06000202291 3

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is 130 JFK Drive, Suite 203, Atlantis, Florida 33462, and the name of the registered agent of this corporation is Dale R. Clift. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office and the individual or entity serving as the registered agent.

**ARTICLE VII
BOARD OF DIRECTORS**

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the directors of this corporation are:

Dale R. Clift, 130 JFK Drive, Suite 203, Atlantis, Florida 33462.

**ARTICLE VIII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees and agents to the full extent permitted by the Florida Business Corporation Act.

06000202291 3

AUG. -16' 06 (WED) 10:28

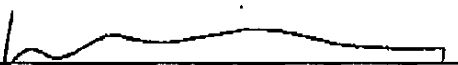
TEL:850 558 1525

P.005

H06000202291 3

The foregoing Amended and Restated Articles were adopted by the Board of Directors of the Corporation and the Sole Shareholder of the Corporation by written consent to be effective as of August 9, 2006.

UNITY HOME HEALTH SERVICES, INC.



Dale Clift
Authorized Officer/President

H06000202291 3

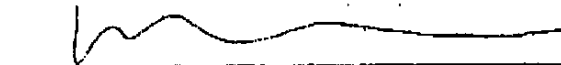
06000202291 3

**CERTIFICATE TO AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF UNITY HOME HEALTH SERVICES, INC.**

The undersigned, Authorized Officer, of UNITY HOME HEALTH SERVICES, INC., a Florida corporation (the "Corporation"), does hereby certify as follows:

1. In accordance with Section 607.1007 of the Florida Statutes, the Board of Directors and the sole Stockholder of the Corporation by written consent in lieu of a special meeting approved the restatement of the Corporation's Articles of Incorporation as attached hereto.
2. The undersigned officer of the Corporation has been duly authorized to submit these Amended and Restated Articles of Incorporation of the Corporation to the Department of State of Florida for filing in accordance with Section 607.1007, Florida Statutes.

UNITY HOME HEALTH SERVICES, INC.



Dale Clift
Authorized Officer/President

06000202291 3

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Unlty Home Health Services, Inc.
2. The principal office address: 130 JFK Drive, Suite 203, Atlantis, Florida 33462
3. The mailing address (if different): _____
4. Date of incorporation/qualification: July 28, 2003 Document number: P03000082102
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:
1251 Larkin Road
Spring Hill, Florida 34608
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):
Dale R. Clift
130 JFK Drive, Suite 203
(P.O. Box NOT acceptable)
Atlantis, Florida 33462

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

X [Signature] Dale R. Clift, President
(Signature of an officer or director) (Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

X By: Dale R. Clift August 15, 2006
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (8/05)