

Dec-02-03

03:00:00

From: BAKER & HOSTETLER

407841-0168

T-8 P 001/0000

03:00:00

PO3000143766

Florida Department of State
Division of Corporations
Public Access System

26486/00001

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.

((H03000327090 3)))

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

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

03 DEC -2 AM 10:29

FILED

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BAKER & HOSTETLER LLP
Account Number : 119990000077
Phone : (407)649-4043
Fax Number : (407)841-0168

FLORIDA PROFIT CORPORATION OR P.A.

Bridgewater HomeCare, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

12/1

ARTICLES OF INCORPORATION
OF
BRIDGEWATER HOMECARE, INC.

FILED
03 DEC -2 AM 10:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Bridgewater HomeCare, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 250 Brookfield Avenue, Mount Dora, Florida 32757.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 1031 West Morse Boulevard, Suite 350, Winter Park, Florida 32789, in the City of Winter Park, County of Orange. The name of the registered agent at such address is Richard A. Leigh.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock ("Common Stock"), \$.01 par value per share.

ARTICLE V

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
A.G.C. Co.	200 South Orange Avenue Suite 2300 Orlando, Florida 32801

ARTICLE VI

Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Orlando, Orange County, Florida, this 1st day of December, 2003.

A.G.C. Co., as Authorized Representative

By: A. Thomas Ball

Print: G. Thomas Ball

As its: Vice President

FILED

03 DEC -2 AM 10:29

REGISTERED AGENT CERTIFICATE

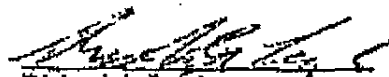
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Bridgewater HomeCare, 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 Winter Park, County of Orange, State of Florida, has named Richard A. Leigh located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.


Richard A. Leigh

DATED: December 1, 2003