

P04000116448

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000039942900

08/09/04--01024--011 **78.75

04 APR - 0 11 21 AM
RECEIVED
FBI
FBI
FBI

TRANSMITTAL LETTER

Date: August 4, 2004

Department of State
Division of Corporation
P.O.Box 6327
Tallahassee, FL 32314

SUBJECT: IDEAL HEALTHCARE, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

| | | | |
|------------|---|--------------------------------|---|
| \$70.00 | \$78.75 | \$78.75 | \$87.50 |
| Filing fee | <u>X</u> Filing Fee & Certificate of status | Filing Fee & Certified copy | Filing fee Certified Copy & Certified of Status |

FROM: **UCR ASSOCIATES, INC.**

Name

6500 FOREST CITY RD

Address

ORLANDO , FL 32810

City, State & Zip

(407) 523-0020

Daytime Telephone number

104 AUG - 10 - 2004
SECRET
DIVISION OF
CORPORATION
F1 57
Y
H

**ARTICLE OF INCORPORATION
OF
IDEAL HEALTHCARE, INC.**

The undersigned being a natural person of legal age do hereby desire to form a corporation under the Laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

IDEAL HEALTHCARE INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of the corporation in the State of Florida shall be: 3805 Winding Lake Circle, Orlando, FL 32835. The Board of Directors may from time to time move the principal office to any other place or places as may be designated by the Board of Directors.

ARTICLE III. PURPOSE

This corporation may engage in any business activities permitted under the laws of the State of Florida, or any other state, country, territory or nation.

To engage, in healthcare administration and business activities of any kind for the sick and elderly and to provide adult day care center and facility for the developmental disabled.

To market, sell, exchange, trade, acquire and generally deal in healthcare industry and products and related services. To engage in imports and export of any other commodities related to the food and health care industry.

To sell, buy, mortgage, lease or otherwise acquire or dispose of any real property and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, giving or taking evidence of indebtedness and securing the payment thereof by mortgage, trust deed, pledge, or otherwise; to enter into contracts to buy or otherwise acquire for the purpose of holding or dispensing of the same.

SECRET
DIVISION
04 AUG - 8 10 24 89

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government and while owner of such stock, to vote such stock.

To engage in any other activity or business permitted under the laws of this State.

ARTICLE VI. CAPITAL STOCK/SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: Five Hundred Thousand (500,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the Board of Directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the Board of Directors.

ARTICLE V. TERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to the law.

ARTICLE VI. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL OFFICERS AND /OR DIRECTORS

The name(s) and street address of the initial board of directors are:

| NAME | ADDRESS |
|------------------|---|
| Abimbola S. Ogun | 3805 Winding Lake Circle, Orlando, FL 32835 |
| Anthony T. Ogun | 3805 Winding Lake Circle, Orlando, FL 32835 |

ARTICLE VIII. DIRECTORS' POWERS

The Board of Directors shall have the power to fix or change salaries of the Directors as Directors and as Officers, to restrict the transfer to stock by stockholders, to indemnify Directors and Officers against liability for their good faith acts and omissions to permit contracts or other transactions between the corporation and one or more of its Directors individually or business in which one or more of its Directors are interested, and to exercise such other powers of corporation as are not inconsistent with these Articles or with any by-laws that may be adopted by the stockholders.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Abimbola S. Ogun
3805 Winding Lake Circle
Orlando, FL 32835

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the state incorporator to these Articles of Incorporation is:

Abimbola S. Ogun
3805 Winding Lake Circle
Orlando, FL 32835

ARTICLE XI. INDEMNIFICATION

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he/she may become involved by reason of his or her employment, or by reason of his or her being a director, officer, employee, or agent of this corporation, any any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are

incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The fore going right of indemnification shall be in addition to and not exclusive of all other rights to which each director, officer, employee or agent is entitled.

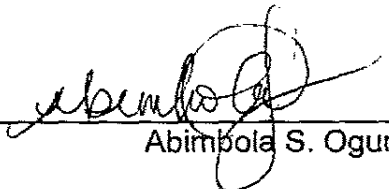
ARTICLE XI. AMENDMENT

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

ARTICLE XII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorates share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

IN WITNESS WHEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal, this 21 day of June, 2004, for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.


Abimbola S. Ogun

STATE OF FLORIDA

COUNTY OF ORANGE

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Abimbola S. Ogun, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before that he subscribed to these Articles of Incorporation.

Sworn to and subscribed before me this 21 day of June 2004

NOTARY PUBLIC, State of Florida

My Commission Expires: _____



Janet A. Adebajo

My Commission CC985485

Expires December 25 2004

Identification: _____

JA Adebajo

**CERTIFICATE DESIGNATING
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/-registered agent, in the State of Florida.


1. The name of the corporation is:

IDEAL HEALTHCARE, INC.

2. The name and address of the registered agent and office is:

| NAME | ADDRESS |
|-------------------------|--|
| Abimbola S. Ogun | 3805 Winding Lake Circle, Orlando, FL 32835 |

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature of Registered Agent

SECC. FILED
DIVISION
04 AUG -9 PM 2:42