

## 7/20/2011

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

11 JUL 20 AM 9:05

H110001856623

**ARTICLES OF INCORPORATION  
OF  
CAREGIVING WITH LOVE HOMEHEALTH SPECIALISTS No. 2, INC.**

I, the undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, do hereby certify as follows:

**ARTICLE I**

The name of the Corporation shall be:

CAREGIVING WITH LOVE HOMEHEALTH SPECIALISTS No. 2, INC.

**ARTICLE II**

The Corporation shall be entitled to engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock of the Corporation shall be divided into shares of \$.01 par value, with five thousand (5,000) shares of common stock authorized, and each share shall entitle the holder hereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property or in labor or services, at a valuation to be fixed by the incorporators or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

**ARTICLE IV**

The amount of capital with which this Corporation shall begin business will be \$100.00.

**ARTICLE V**

The Corporation shall have perpetual existence.

**ARTICLE VI**

The principal office of the Corporation shall be located 3118 Gulf To Bay Blvd., Suite 140, Clearwater, FL 33759 but the Corporation shall have power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined

H110001856623

H110001856623

and deemed expedient by the Directors.

#### ARTICLE VII

The Board of Directors of the Corporation shall not be less than one (1) or more than seven (7) unless otherwise provided in the By-Laws. A quorum for the transaction of business shall be a majority of the Directors qualified and acting unless otherwise provided in the By-Laws. The Directors may make or amend the By-Laws; the meeting of Directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a Director.

#### ARTICLE VIII

A. The names and addresses of the member of the Board of Directors who shall hold office for the first year or until their successors are duly elected and qualified shall be:

- (i) Ronald C. Andrews, 3118 Gulf To Bay Blvd., Suite 140, Clearwater, FL 33759

#### ARTICLE IX

The name of the subscriber to these Articles of Incorporation and the number of shares of stock he agrees to take is as follows:

William P. Gregory- one (1) share

#### ARTICLE X

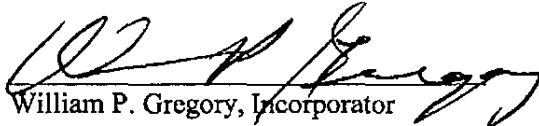
The time and place of the annual stockholders meeting shall be fixed in the By-Laws or by resolution of the Board of Directors and any stockholder may waive notice thereof either before or after the meeting.

The Board of Directors shall be elected annually by the Stockholders at their annual meeting or at a special meeting held for the purpose. All vacancies in the Board shall be filled by the Board until the next annual meeting and the Board shall have the right to increase or decrease its number of Directors within the limits of this Charter.

H110001856623

H110001856623

IN WITNESS WHEREOF, I, the subscriber, have executed these Articles of Incorporation,  
this 20th day of July 2011.

  
William P. Gregory, Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 JUL 20 AM 9:06

H110001856623

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

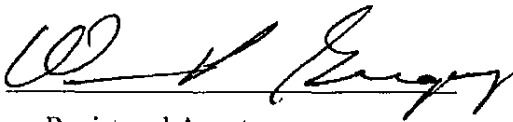
11 JUL 20 AM 9:06

CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

CAREGIVING WITH LOVE HOMEHEALTH SPECIALISTS No. 2, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Tampa, State of Florida, has named William P. Gregory, located at 715 Swann Avenue, City of Tampa, County of Hillsborough, State of Florida 33606, as its agent to accept service of process within this State.

\*\*\*\*\*

Having been named to accept service of process for the above named 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 said office open.

By:   
Registered Agent

H110001856623