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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

L1-92212

Certified Copies _____ Certificates of Status _____

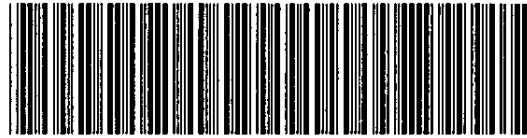
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JUN 20 2011

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CLERK OF STATE
TALLAHASSEE, FLORIDA

2012 JUN 18 PM 2:56

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FRANK J. ROUSE
Attorney at Law

680 East Main Street
Suite 201
Bartow, FL 33830-4802
Phone: 863-533-6547

June 13, 2012

Registration Section
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of Lakeland Midwifery Care, Inc.

Dear Sir/Madam:

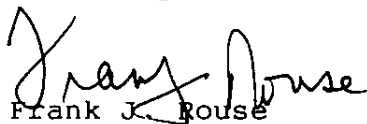
With reference to the above, please find enclosed the following documents:

1. Cover Letter to Division of Corporations;
2. Certificate of Conversion for "Other Business Entity" into Florida Profit Corporation;
3. Articles of Incorporation for Lakeland Midwifery Care, Inc. as well as an extra copy for certification purposes;
4. My trust check in the amount of \$105.00 as filing fee.

I would appreciate it if you would send back to me a conformed copy of the articles, and the certificate.

Thanking you in advance for your attention with this matter and if you need anything further from me, please advise.

Sincerely,


Frank J. Rouse

FJR/lys
encs. as noted

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LAKELAND MIDWIFERY CARE, INC.
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

MARIANNE POWER

Contact Person

LAKELAND MIDWIFERY CARE, LLC.

Firm/Company

201 North Kentucky Avenue

Address

LAKELAND, FLORIDA 33801

City, State and Zip Code

LakelandMidwifery@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MARIANNE POWER

Name of Contact Person

at (863) 660-0048

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status |
|--|---|---|--|

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA PROFIT CORPORATION

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

LAKELAND MIDWIFERY CARE, LLC.

2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of Florida on October 15, 2010.

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: N/A.

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation: LAKELAND MIDWIFERY CARE, INC.

5. If not effective on the date of filing, enter the effective date: Date of filing.

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s)

Certificate of Conversion, for "Other
Business Entity" into Florida Profit
Corporation - Lakeland Midwifery Care, Inc.
Page two

and the requirements of s. 607.1115, F. S., in effecting the
conversion. The plan of conversion has been approved in writing by
MARIANNE POWER, the only member and manager of the "Other Business
Entity". No other members to be notified.

7. The "Other Business Entity" currently exists on the official
records of the jurisdiction under which it is currently organized,
formed or incorporated.(L10000092212).

SIGNED on this 12 day of June, 2012.

Required Signature for Florida Profit Corporation:

Individual signing affirms that the facts stated in this document
are true. Any false information constitutes a third degree felony
as provided for in s. 817.155, F. S.

Signature of Chairman, Vice Chairman, Director, Officer, or,
if Directors or Officers have not been selected, an Incorporation:

Marianne Power Title: Incorporator
MARIANNE POWER

Required Signature on behalf of other business entity:

Individual signing affirms that the facts stated in this document
are true. Any false information constitutes a third degree felony
as provided for in s. 817.155, F. S.

Signature: Marianne Power Title: Only member/Manager
MARIANNE POWER

ARTICLES OF INCORPORATION
OF
LAKELAND MIDWIFERY CARE, INC.

We, the undersigned natural persons competent to contract, do hereby form and become a corporation for profit under the laws of the State of Florida, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: LAKELAND MIDWIFERY CARE, INC.

ARTICLE II

The corporation shall engage in any activities or business which is permitted under the laws of the United States and the State of Florida and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE III

The period of existence of this corporation shall be perpetual or, until dissolved by law.

ARTICLE IV

The total authorized capital stock of this corporation shall be One Thousand (1000) shares of common stock at Ten Dollars (\$10.00)

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JACKSONVILLE, FLORIDA

par value. The stock shall be paid for in cash, property, or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

The initial street address of the principal office of the corporation shall be 201 North Kentucky Avenue, Lakeland, Florida, 33801, but it may establish branch offices in any other place and may change the place of the principal office as and when it is deemed advisable by its Board of Directors. The initial registered agent shall be MARIANNE POWER, 201 North Kentucky Avenue, Lakeland, Florida, 33801.

ARTICLE VI

The number of directors comprising the Board of Directors of the corporation shall be not less than two (2), nor more than five (5). The number of directors comprising said Board may be changed from time to time by resolution of the Board of Directors.

ARTICLE VII

The name and street address of the members of the first Board of Directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MARIANNE POWER,	205 East Hibiscus Drive, Lakeland, FL 33803;
MELISSA KAY CONORD-MORROW,	741 Cedar Knoll Drive South, Lakeland, Florida 33809

ARTICLE VIII

The officers of this corporation shall be a president, a vice-president, and a secretary/treasurer. The initial officers shall be as follows:

1. President, MARIANNE POWER, 205 East Hibiscus Drive, Lakeland, Florida 33803; and
2. Vice-President, Secretary/Treasurer, MELISSA KAY CONORD-MORROW, 741 Cedar Knoll Drive South, Lakeland, Florida, 33809.

ARTICLE IX

Subject to change at any time by the By-Laws of the corporation, the annual meeting of the Stockholders shall be held at the principal office of the corporation on November 1.

ARTICLE X

The names and place of the residences and address of each of the original subscribers to the capital stock of this corporation and incorporators, and the number of shares subscribed by each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
MARIANNE POWER, 205 East Hibiscus Drive, Lakeland, Florida 33803		50	500
MELISSA KAY CONORD-MORROW, 741 Cedar Knoll Drive, Lakeland Florida. 33809		50	500

ARTICLE XI

These Articles of Incorporation may be changed as provided in this article. Every amendment shall be approved by the Board of

Directors, proposed by the Board of Directors to the Stockholders and approved at any regular or special stockholders' meeting by a majority of the stockholders entitled to vote thereof. These Articles of Incorporation may also be amended by all the stockholders and all the directors executing a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

ARTICLE XII

Upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, together with his/her endorsement of approval thereon, these Articles of Incorporation shall, and they are deemed to be the Certificate of Incorporation of this corporation.

IN WITNESS WHEREOF, We, the undersigned subscribers 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.

Marianne Power (SEAL)
MARIANNE POWER, Incorporator

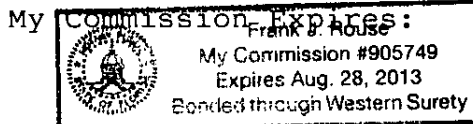
Melissa Kay Conord-Morrow (SEAL)
MELISSA KAY CONORD-MORROW, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared MARIANNE POWER and MELISSA KAY CONORD-MORROW, to me personally known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same for the uses and purposes herein expressed and who did not produce identification upon oath being taken.

WITNESS my hand and official seal in the County and State named above, on this 12 day of June, 2012.

Frank J. Rouse
FRANK J. ROUSE, Notary Public



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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent 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.

DATED this 12 day of June, 2012.

Marianne Power (SEAL)
MARIANNE POWER
205 East Hibiscus Drive
Lakeland, FL 33803