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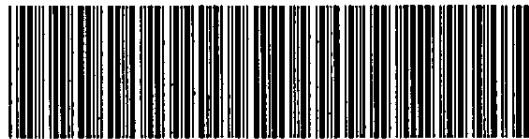
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COVER LETTER

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

SUBJECT: Bridges of Lake Inc
(PROPOSED) CORPORATE NAME - MUST INCLUDE SUFFIX

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: James McGee
Name (Printed or typed)

317 Blackshear DR Lot A11
Address

Panama City, FL 32404
City, State & Zip

915-276-5859
Daytime Telephone number

visish16@yahoo.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF

Bridges of Care, inc.

The undersigned, a citizen of the State of Florida, acting as incorporator of a Corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE ONE

Name

The name of the corporation is **Bridges of Care, inc.** herein known as the "Corporation."

ARTICLE TWO

Principal Address

The initial office for the corporation will be 317 Blackshear Drive Lot A-4,
Panama City, Florida 32404

Duration

The period of its duration is perpetual.

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TALLAHASSEE, FLORIDA

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ARTICLE THREE

Purpose or Purposes

The purpose for which the Corporation is organized are to provide in home non-medical therapy, consultation, companion, and personal assistance care primarily for elderly individuals including bathing, dressing, grooming, personal medication reminders, and dementia / Alzheimer's and Parkinson's disease management and care; to engage in the business of purchasing, leasing, developing, trading, selling, and managing real and personal property, tangible and intangible, in the State of Florida; to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms or individuals, and to do every other act or acts, things or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purpose, or powers.

ARTICLE FOUR

Stock

The aggregate number of authorized shares which the Corporation shall have authority to issue is 50,000, each for the minimum consideration as authorized by the Board of Directors, but such amount shall not be less than One Dollar (\$1.00) per share.

Pre-emptive Rights

No shareholder shall have the pre-emptive right to acquire unissued shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares. Moreover, cumulative voting shall not be allowed.

ARTICLE FIVE

Initial Board of Directors

The number of directors constituting the initial Board of Directors is TWO (2), and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
James McGee	President/Treasurer	317 Blackshear Drive Lot A-4 Panama City, Florida 32404
Karen McGee	Vice-President/Secretary	317 Blackshear Drive Lot A-4 Panama City, Florida 32404

ARTICLE SIX

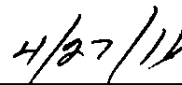
Registered Office and Agent

The address of its initial registered agent is 317 Blackshear Drive Lot A-4, Panama City, Florida 32404 and the name of its initial registered agent at the same address is James McGee.

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.



Required Signature / Registered Agent



Date

ARTICLE SEVEN

Initial Incorporators

The name and address of the initial incorporator is

INCORPORATOR

ADDRESS

James McGee

317 Blackshear Drive Lot A-4

Panama City, Florida 32404

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.


Required Signature / Incorporator

4/27/16
Date

ARTICLE EIGHT

Effective Date

Effective date is the date of filing.

ARTICLE NINE

By laws

The initial By-Laws of the Corporation shall be adopted by the Board of Directors. After the adoption of the initial By-Laws of the Corporation, the power to alter or amend or repeal the By-Laws of the Corporation and to adopt new By-Laws of the Corporation shall be vested in the Board of Directors.

STATE OF FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE TEN

Organizational Meeting of the Board of Directors

Upon the filing of the Articles of Incorporation with the State Corporation Commission of Florida, an organizational meeting of the Directors named herein shall be held at the Corporations' principal office or such other place of business in the State of Florida as the Directors named herein shall agree upon for the purpose of adopting the initial By-Laws of the Corporation, electing officers and conducting such other business as shall come before the meeting.

ARTICLE ELEVEN

Stock Restrictions

The stock of the Corporation will be subject to the terms of the Shareholders' Agreement restricting transfer of shares, a copy of which will be on file at the principal office of the Corporation. Further, such restrictions will be set forth on the face of each certificate.

ARTICLE TWELVE

Indemnity

The Corporation shall indemnify any person who is or was threatened to be made a named defendant or respondent to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitratve or investigative, any appeal in such an action, suit or proceeding and any inquiry or investigation that could lead to such action, suit or proceeding by reason of the fact that he is or was a director or officer, or while a director or officer, is or was serving at the request of the Corporation as a director, officer, partner, venture, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit

plan or other enterprise, against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses (including court costs and attorneys' fees) incurred by him in connection with such action, suit or proceeding, to the fullest extent permitted by applicable law. Such indemnification may, in the discretion of the board of directors, include payment or reimbursement of his or her expenses in advance of final disposition of such action, suit or proceeding, subject to the provisions of an applicable law. The Corporation may, in the discretion of the Board of Directors, indemnify and advance expenses to persons who are or were employees or agents of the Corporation or are or were serving at the request of the Corporation as a director, officer, partner, venture, proprietor, trustee, employee, agent or similar functionary of a domestic or foreign corporation, partnership, joint venture, sole proprietorship, trust employee benefit plan or other enterprise, to the same extent provided for indemnification of officers and directors in this Article Fourteen.

ARTICLE THIRTEEN

Liability

A director of the corporation shall not be liable for monetary damages to the corporation or its shareholders for any act or omission in the director's capacity as a director, except that this Article does not eliminate or limit the liability of a director for:

1. A breach of a director's duty of loyalty to the Corporation or its shareholders or members;
2. An act or omission not in good faith or that involved intentional misconduct or knowing violation of the law;

3. A transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office;
4. An act or omission for which the liability of a director is expressly provided for by statute; or
5. An act related to an unlawful stock repurchase or payment of a dividend.

In discharging the director's duties, the director is entitled to rely on information, opinions, reports, or statements, including financial statements and other data, if prepared or presented by:

1. One or more officers or employees of the Corporation whom the director reasonably believes to be reliable and competent in the matters presented;
2. Legal counsel, public accountants, or other persons as to matters the director reasonably believes are within the person's professional or expert competence;
3. A committee of the Board of Directors of which the director is not a member if the director reasonably believes the committee merits confidence; or
4. Any other information, opinions, reports, or statements on which a director is entitled to rely pursuant to the provisions of the Florida Business Corporation Act, any amendments thereto or any interpretation thereof.

A director is not entitled to so rely if the director has actual knowledge concerning the matter in question that makes reliance otherwise permitted by this Article unwarranted.

An officer or director may, in discharging his duties, consider the effects of any action on shareholders, employees, suppliers, and customers of the corporation, and communities in which offices or other facilities of the corporation are located and any other factors the officer or director considers pertinent.

In the event that any provision or a portion of a provision of this Article is determined to be in conflict with any applicable statute, such provision or portion thereof shall be inapplicable to the extent of such conflict.

In the event that any provision or portion of a provision of this Article is determined to be invalid, void, illegal, or unenforceable, the remainder of the

provisions of this Article shall continue to be valid and enforceable and shall in no way be affected, impaired, or invalidated.

Nothing in this Article shall be construed to diminish, limit, or impair any rights or defenses afforded to officers or directors by common law, statute, other provisions of these Articles of Incorporation, the By-laws of the Corporation or otherwise, and the provisions of this Article shall be deemed to be cumulative thereto.

The provisions of this Article shall become effective as of the date of the adoption of Article by the shareholders of the Corporation, and shall be inapplicable to actions, suits or proceedings pending or any claim or claims made or threatened by notice to the Corporation on or prior to such date.

References in this Article to directors shall be deemed to refer to any person who is or was a director of the corporation and any person who, while a director of the Corporation, is or was serving at the request of the Corporation as a director, officer, partner, venture, proprietor, trustee, employee, agent, or similar functionary of another corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan, or other enterprise.