

P95000013852

(Requestor's Name)



JOHN P. FLECK JR.
ATTORNEY AT LAW
1103 NINTH AVENUE WEST
BRADENTON, FLORIDA 34205

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Calypso Healthcare, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 FEB 16 PM 1:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

BMC 2/17/95

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CALYPSO HEALTHCARE, INC.

FILED

95 FEB 16 PM 4:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation, a Corporation for profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is CALYPSO HEALTHCARE, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and State of Florida.

ARTICLE IV - CAPITAL STOCK

Number: The maximum number of shares of Stock which this Corporation is authorized to issue and to have outstanding at any time is One Thousand (1,000) shares of Common Stock [Capital Stock] having a Par value of one (\$1.00) dollar per share.

Initial Issue: One Thousand [1000] shares of the Common Stock of the Corporation shall be issued for cash at a value of one [\$1.00] dollar per share.

Stated Capital: The sum of the value of all shares of Common Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Common Stock of the Corporation shall be entitled to receive, when and as declared by the Board of Directors, dividends payable in cash, in property, or in shares of the Common Stock of the Corporation.

No Classes of Stock: The shares of Stock of the Corporation are not to be divided into classes.

No Share in Series: The Corporation is not authorized to issue shares of Stock in series.

ARTICLE V - AMENDMENT

These Articles of Incorporation may be amended in writing and filed with the Department of State in the following manner:

Every Amendment shall first be approved in writing by a majority of the Board of Directors, then proposed in writing by the Directors to the Stockholders and subsequently approved at a Stockholder's meeting by not less than Seventy-five (75%) percent

of the Holders of issued Stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE VI - PRINCIPAL OFFICE

The initial Principal Office of this Corporation shall be 3024 Morgan Johnson Road, Bradenton, Florida 34208.

ARTICLE VII - INITIAL REGISTERED AGENT

The initial registered agent of this Corporation shall be Attorney at Law, John P. Fleck, Jr., 1103 Ninth Avenue West, Bradenton, Florida 34205, Florida Bar No. 355747.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) or more members. The number of Directors may be increased or decreased from time to time by a vote of not less than Seventy-five (75%) percent of the Holders of issued Stock entitled to vote thereon, but shall not exceed five (5).

The name and address of the Directors constituting the initial Board of Directors are:

1. David L. Rothgeb
3024 Morgan Johnson Road
Bradenton, Florida 34208

2. Kimberly A. Deleo
2702 60th Street West
Bradenton, Florida 34209

ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the Common Stock of this Corporation shall have preemptive rights to purchase, at such reasonable prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the Stock of this Corporation as may be issued for money from time to time, in addition to that Stock authorized [and issued] by the Corporation. The preemptive right of any Stockholder is determined by the ratio of the authorized [authorized and issued] shares of Common Stock held by the Stockholder to all shares of Stock currently authorized [authorized and issued].

ARTICLE X - INCORPORATOR

The name and street address of the incorporator is:

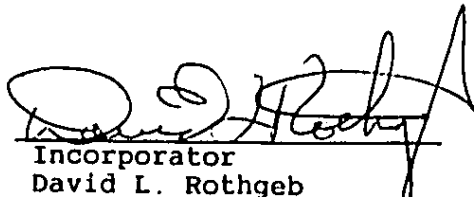
1. David L. Rothgeb
3024 Morgan Johnson Road
Bradenton, Florida 34208

ARTICLE XI - CUMULATIVE VOTING

The Stockholders of this Corporation shall be allowed to vote their shares of Stock cumulatively so as to give one Stockholder as many votes as the number of Directors to be elected multiplied by the number of said Stockholder's shares, to dis-

tribute them by vote among as many candidates as said Stockholder may choose. Written notice must be given by any Stockholder by actual delivery to the President or Secretary of the Corporation not less than 48 hours prior to the time scheduled for the holding of a Stockholder's meeting for the election of Directors that said Stockholder intends to cumulate his vote at said election.

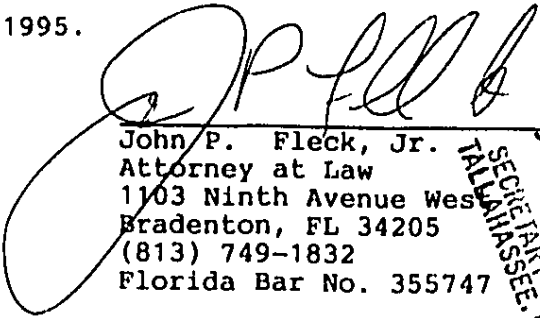
Dated: 2/13, 1995.


Incorporator
David L. Rothgeb
3024 Morgan Johnson Road
Bradenton, Florida 34205

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Calypso Healthcare, Inc. at the place designated in the Articles of Incorporation, I agree to act in this capacity, and agree to comply with the provisions of all statutes and section 607.0505 Florida Statutes relative to keeping open such office.

DATED: Feb 13, 1995.


John P. Fleck, Jr.
Attorney at Law
1103 Ninth Avenue West
Bradenton, FL 34205
(813) 749-1832
Florida Bar No. 355747

calypso.aot/as

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SECRETARY OF STATE