

P95000014654

2/21/95 FLORIDA DIVISION OF CORPORATIONS 2:47 PM
PUBLIC ACCESS SYSTEM
(((H95000002072))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: BARNETT, BOLT, KIRKWOOD & LONG
DEPARTMENT OF STATE 601 HAYSHORE BLVD
STATE OF FLORIDA SUITE 700
409 EAST GAINES STREET TAMPA FL 33606-
TALLAHASSEE, FL 32399 CONTACT: NORMA P DEGUENHIER
FAX: (904) 922-4000 PHONE: (813) 253-2020
FAX: (813) 251-6711
(((H95000002072))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BIRTH PARTNERS, INC.
FAX AUDIT NUMBER: H95000002072 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/21/1995 TIME REQUESTED: 14:47:28
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 * METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 076077002333
Note: Please print this page and use it as a cover sheet when submitting
documents to the Division of Corporations. Your document cannot be processed
without the information contained on this page. Remember to type the Fax Audit
number on the top and bottom of all pages of the document.
(((H95000002072)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

* 4 pages including received name
letter from State.

FILED
FEB 21 PM 4:15
TALLAHASSEE, FLORIDA

12/21/95
12:48 PM
12/21/95

FEB-21-1994 15:04 FROM DARNETT BOLT ET AL

TO

19849224000 P.05



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 13, 1995

KIMBERLY K. REDUS
2905 WILDER PARK DR.
PLANT CITY, FL 33688

The name BIRTH PARTNERS INC. has been reserved for 120 days beginning January 13, 1995. The reservation number is R95000000179 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 195A00001699

H95000002072

ARTICLES OF INCORPORATION
OF
BIRTH PARTNERS, INC.

FILED
95 FEB 21 PM 4:11
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Birth Partners, Inc.

ARTICLE 2

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is:

Post Office Box 828
Seffner, Florida 33584

Valerie Stoker Litschgi, Esq.
Barnett, Bolt, Kirkwood & Long
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606
(813) 253-2020
Fl. Bar #897736

H95000002072

E95000002072

ARTICLE 4Capital Stock

This corporation is authorized to issue nine thousand (9,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE 5Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE 6Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 5901 Kenneth Avenue, Tampa, Florida 33604; and the name of the initial registered agent of this corporation at that address is: Jennifer Wisker.

ARTICLE 7Incorporator

The name and address of the sole incorporator is:

NAMEADDRESS

Jennifer Wisker

Post Office Box 828
Seffner, Florida 33584ARTICLE 8Initial Board of Directors

This corporation shall have three (3) directors initially.
The number of directors may be either increased or diminished from

H95000002072

time to time in the manner provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jennifer Wisker	Post Office Box 828 Seffner, Florida 33584
Marcia Farmer	Post Office Box 828 Seffner, Florida 33584
Kimberly K. Redus	Post Office Box 828 Seffner, Florida 33584

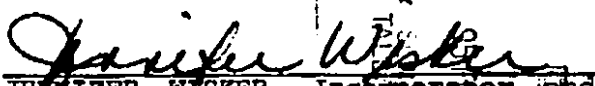
ARTICLE 9Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 10Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of February, 1995, and acknowledges that she is familiar with, and accepts, the obligations of registered agent of this corporation.


JENNIFER WISKER, Incorporator and
Registered Agent

FILED
FEB 21 PM 4:15
STATE
OF FLORIDA
CLERK OF THE COURT

P95000014659

OFFICE OF
SHACKLEFORD, FARRIOR, STALLINGS & EVANS
PROFESSIONAL ASSOCIATION

MAILING ADDRESS:
POST OFFICE BOX 3324
TAMPA, FLORIDA 33601

501 EAST KENNEDY BOULEVARD
SUITE 1400
TAMPA, FLORIDA 33602

TELEPHONE: (813) 273-5000
FAX: (813) 273-5145

DAVID TETRICK, JR.
(813) 273-5138

April 16, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100002148951--2
-04/21/97--01086--018
*****35.00 *****35.00

FILED
97 APR 21 AM 10:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Birth Partners, Inc.

Dear Sir or Madam:

Enclosed for filing please find a Statement of Change Registered Office and Registered Agent for Birth Partners, Inc. together with my firm's check in the amount of \$35.00. Please acknowledge receipt and date of filing by date stamping the enclosed copy and returning to me in the enclosed stamped addressed envelope.

Thank you for your attention to this matter.

Very truly yours,

SHACKLEFORD, FARRIOR, STALLINGS,
& EVANS, P.A.


David Tetrick, Jr.

DT/ds
Enc.

RA Chg.

VS APR 28 1997

SP270249

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Birth Partners Inc.

2. The mailing address of the corporation is: Post Office Box 828, Seffner, FL 33584

3. Date of incorporation/qualification: 2/21/95 Document number: P95000014659

4. The name and address of the current registered agent and office:

Jennifer Clayton Wisker

5901 Kenneth Avenue

Tampa, FL 33604

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

David Tetrick, Jr., Esq.

c/o Shackelford, Farrior, Stallings & Evans, P.A.

501 E. Kennedy Boulevard, Suite 1400

Tampa, FL 33602

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Jennifer Clayton Wisker
(Signature of an officer, chairman or vice chairman of the board)

4/13/97
(Date)

Jennifer Clayton Wisker, Vice President

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

DAVID TETRICK JR.
(Signature of Registered Agent)

4/15/97
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)