

795000019081

Dept. of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Fl. 32399

RE:NATIONAL HOMECARE FINANCIAL SERVICES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation. I have also enclosed a Certificate of Designation of Registered Agent/Registered Office.

A check in the amount of seventy dollars (\$70.00) is attached.

Alec Shatz
5850 West Atlantic Ave.
Suite 105
Delray Beach, Florida 33484
(407)637-9486

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
FOR

NATIONAL HOMECARE FINANCIAL SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is:

NATIONAL HOMECARE FINANCIAL SERVICES, INC.

ARTICLE II

The initial street address of this corporation is:

5850 West Atlantic Ave.
Suite 105
Delray Beach, Florida 33484

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at anytime is five thousand (5000) shares of common stock, each share having the par value of one dollar (\$1.00).

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial address of the principal office of this corporation is 5850 West Atlantic Ave., Suite 105, Delray Beach, Florida 33484.

ARTICLE VI

The corporation shall have one director initially. The number of directors may be increased from time to time by the by-laws. The name and address of the initial director of this corporation is Alec Shatz, 5850 West Atlantic Ave., Suite 105, Delray Beach, Florida 33484.

ARTICLE VII

The name and address of the registered agent of this corporation is Alec Shatz, 5850 West Atlantic Ave., Suite 105, Delray Beach, Florida 33484.

ARTICLE VIII

The name and address of the incorporator of this corporation is Alec Shatz, 5850 West Atlantic Ave., Suite 105, Delray Beach, Florida 33484.

ARTICLE IX

The corporation shall engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE X

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of Florida.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the 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 the Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 3rd day of March, 1995.

 (seal)

Alec Shatz, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: NATIONAL HOMECARE FINANCIAL SERVICES, INC.

2. The name and address of the registered agent and office is:

Alec Shatz
5850 West Atlantic Ave.
Suite 105
Delray Beach, Florida 33484

SIGNATURE


(corporate officer)

TITLE; President

DATE; March 2, 1995

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

SIGNATURE



DATE; March 2, 1995