

P95000022258

Charter Number Only

FILED  
RPS NR 20 PH 3-22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/17/95

DUNKLEY & ASSOCIATES

Requester's Name

717 PONCE DE LEON BLVD. #325A

Address

CORAL GABLE FL 33143

City

State

ZIP

Phone

461-4460 C

VALIDATION ONLY

CORPORATION(S) NAME

M E N HOME CARE, INC.

- |   |   |   |
|---|---|---|
| <input checked="" type="checkbox"/> Profit    | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership  | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement        | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy       | <input type="checkbox"/> Reservation        | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Photo Copies         | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call If Problem      | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out                   |
| <input type="checkbox"/> Will Wait            | <input checked="" type="checkbox"/> Pick Up |   |

Name
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F. CHESSER MAR 20 1995

CR2E031 (R8-85)

EMPIRE Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

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M. & N Home Care, Inc.

ARTICLE I - NAME

The name of the corporation is M & N Home Care, Inc.

ARTICLE II - DURATION

This Corporation is to exist perpetually.

ARTICLE III - PURPOSE

This Corporation is organized to engage in any act or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock with a par value of one dollar (\$1.00) per share.

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#### ARTICLE V - PREEMPTIVE RIGHTS

Every, shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office and principle place of business of this corporation is 717 Ponce De Leon Blvr. # 326 Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is Sergio Gonzalez.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially.

The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one (1).  
the name and address of the initial director of this corporation is:

NAME	ADDRESS
Sergio Gonzalez (President)	717 Ponce De Leon Blvr. #326 Coral Gables, Florida 33134

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
Sergio Gonzalez	717 Ponce De Leon Blvr. # 326 Coral Gables, Florida 33134

#### ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

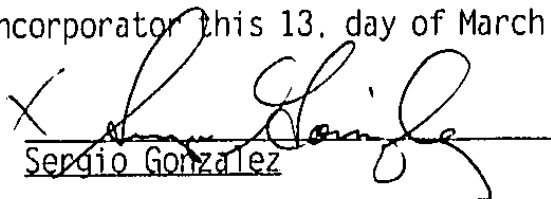
#### ARTICLE X - INDEMNIFICATION

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

#### ARTICLE XI - AMENDMENT

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

Executed by the undersigned Incorporator this 13. day of March 1995

X   
Sergio Gonzalez

STATE OF FLORIDA )  
                          : SS  
COUNTY OF DADE )

The foregoing Articles of Incorporation was acknowledged before me  
this 13th day of March, 1995, by Sergio Gonzalez.

\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

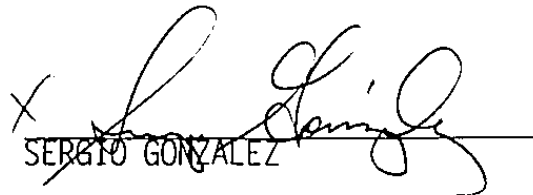
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT M & N HOME CARE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED SERGIO GONZALEZ AT 717 PONCE DE LEON BLVR. # 326 CORAL GABLES, FLORIDA 33134 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

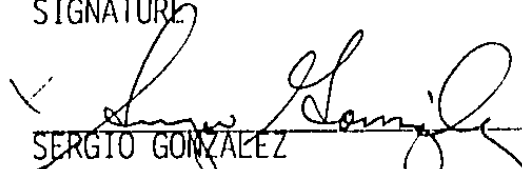
X   
SERGIO GONZALEZ

TITLE: INCORPORATOR

DATE: MARCH 13, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

  
SERGIO GONZALEZ

DATE: MARCH 13, 1995

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TALLAHASSEE, FLORIDA