

REFERENCE : 579202 151187A

AUTHORIZATION :

COST LIMIT : P PREPAID BY CLIENT

ORDER DATE: April 13, 1995

ORDER TIME : 10:44 AM

ORDER NO. : 579202

CUSTOMER NO: 151187A

CUSTOMER: Joseph M. Paniello, Esq JOSEPH M. PANIELLO, ESQ

Suite 2720, One Tampa City Ctr 201 North Franklin Street

Tampa, FL 33602

DOMESTIC FILING

NATIONAL HEALTH SYSTEMS OF NAME:

FLORIDA

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS:

400001455634 -04/13/95--01033--022

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 13, 1995

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: NATIONAL HEALTH SYSTEMS OF FLORIDA

Ref. Number: W95000007989

We have received your document for NATIONAL HEALTH SYSTEMS OF FLORIDA and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 795A00017066



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 10, 1995

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: NATIONAL HEALTH SYSTEMS OF FLORIDA, INC.

Ref. Number: W95000007989

We have received your document for NATIONAL HEALTH SYSTEMS OF FLORIDA, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

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Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 495A00023638

ARTICLES OF INCORPORATION

OF

NATIONAL HEALTH SYSTEMS OF TAMPA, FLORIDA, INC.

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation shall be:

National Health Systems of Tampa, Florida, Inc.

ARTICLE II.

Principal Office and Mailing Address

The address of the Principal office and the mailing address of this corporation shall be:

(Physical Address) 201 South Franklin Street

Suite 2720

Tampa, Florida 33602

(Mailing Address) Post Office Box 2347 Tampa, Florida 33601

ARTICLE III.

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto (the "Act"), and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV.

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100 shares of common stock with a par value of \$25.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

ARTICLE V.

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 201 South Franklin Street, Suite 2720, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be Joseph M. Paniellc. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VI.

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than (9) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VII.

Initial Board of Directors

The initial Board of Directors of this corporation shall compast of two members, such members are to hold office until his successor has been duly elected and qualified. The name of the initial directors are as follows:

R. Taylor Matthews Joseph M. Paniello

ARTICLE VIII.

The name and street address of the incorporator making these Articles of Incorporation is:

R. Taylor Matthews 3333 Washington Avenue St. Louis, Missouri 63103

IN WITNESS WHEREOF, the undersigned has executed these Articles this 2 day of April, 1995.

. Taylor Matthews, as Incorporator

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

FOR

NATIONAL HEALTH SYSTEMS OF TAMPA, FLORIDA, INC.

The undersigned, Joseph M. Paniello, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation of said coporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 12 day of April, 1995.

Joseph M. Paniello

