

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

1995000045461

Subject: New Incorporation

900001489889
-05/16/95--01139--004
***122.50 ***122.50

Dear Sir:

Enclosed is a check for \$122.50 and an Articles of Incorporation for TenderCare Professional Assisted Living Services II, Inc.

Please review and approve the Articles and remit to us a certified copy of the Articles at your earliest convenience. Please mail such correspondence to TenderCare II, 3530 N. First Avenue, Suite 111, St. Petersburg, FL 33713, Attention Mr. Thomas Bland.

Thank you

Sincerely,

G. Thomas Bland, Jr.

GTB 5/15/95

625

EFFECTIVE DATE
JUN 8 1995

1995A 00028835

FILED
95 JUN 13 AM 9:21

MAY 17 1995 BSB

JUN 13 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1995

G. THOMAS BLAND, JR.
3455 TABB DRIVE
DELTONA, FL 32738

SUBJECT: TENDERCARE PROFESSIONAL ASSISTED LIVING SERVICES II,
INC.
Ref. Number: W95000010524

We have received your document for TENDERCARE PROFESSIONAL ASSISTED LIVING SERVICES II, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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: 995A00025445

TenderCare Professional Assisted Living Services II, Inc.
3530 N. 1st Avenue, Suite 111, St. Petersburg, Florida 33713

June 6, 1995

Florida Department of State
Attn: Brenda Baker, Corporate Specialist
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of TenderCare Professional Assisted Living Services II, Inc.
Reference Number: W95000010524

Dear Ms. Baker:

Enclosed please find corrected documents for filing the Articles of Incorporation for TenderCare Professional Assisted Living Services II, Inc., and a copy of your letter requesting same.

Thank you in advance for your prompt attention to this matter.

Sincerely,

Tan

G. Thomas Bland, Jr.

ARTICLES OF INCORPORATION
OF
**TenderCare Professional Assisted Living
Services II, Inc.**

FILED
95 JUN 13 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I: NAME

EFFECTIVE DATE
JUN 8 1995 1

The name of the corporation is: TenderCare Professional Assisted Living Services II, Inc.

ARTICLE II:

COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The corporation shall commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation, and shall have perpetual existence.

ARTICLE III:

GENERAL PURPOSE

The purpose for which the corporation has been formed is: To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV:

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to issue is one thousand (1,000) shares of common stock having par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE V:

INITIAL PRINCIPAL PLACE OF BUSINESS AND
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal place of business is 3530 North First Avenue, St. Petersburg, FL 33713.

The street address of the initial registered office of the corporation shall be 719 Commerce Circle, Longwood, Florida 32750, and the name of the initial registered agent of the corporation at such address is Ronald P. Allen.

ARTICLE VI:

INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-laws of the corporation. The name and street address of the Directors and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
<u>Officers/Directors</u>	
G. Thomas Bland, Jr. President	3455 Tabb Drive Deltona, Florida 32738
Ronald P. Allen Vice President & Treasurer	1630 Myrtle Lake Hills Road Longwood, Florida 32750
Neil T. DeLucenay Secretary	8408 Bayshore Road Palmetto, Florida 34221

ARTICLE VII:

AMENDMENT

These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

ARTICLE VIII:

SIGNING OF DOCUMENTS BY CORPORATION

All bonds, notes, other evidences of indebtedness, mortgages, deeds, contracts, and all documents of this corporation shall be fully authorized and effective when signed in its name in the presence of two witnesses by the President, or by the Vice President, or by the President and the Secretary; and no such instrument shall be valid without being so signed unless otherwise stated by the Board of Directors. The Corporate Seal or a blank seal acting as a substitute for the "Corporate Seal" shall be used in executing all documents signed by the President and the Vice President.

Having read the above Articles of Incorporation and understanding my role as called for under Florida statutes as Registered Agent:

THEREFORE;

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 8th day of June, 1995.



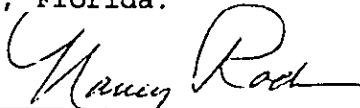
(SEAL)

Ronald P. Allen
AS Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Ronald P. Allen as Incorporator and Registered Agent for TenderCare Professional Assisted Living Services II, Inc., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 8th day of June, 1995, at Seminole County, Florida.



Notary Public, State of Florida at Large
My Commission Expires:

