

P95000045987

KENNETH GORDON KING
ATTORNEY AT LAW

720 Orchard Drive
Naples, Florida 33940
(813) 261-8262

P.O. Box 7752
Naples, FL 33941
(813) 263-1725 Fax

May 15, 1995

Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation,
ACCU-CARE NURSING SERVICE, INC.

RECEIVED 4:51:37 PM
05/26/95 - 11030 - 001
***\$122.50 ***\$122.50

Dear Sir or Madam,

Enclosed per your instructions please find for registration the following:

1. Articles of Incorporation
2. Registered Agent's Acceptance
3. Filing fee and Certification fee (\$122.50)

Kindly advise of any further information required in order to complete this corporate registration.

Your consideration and assistance in expediting this registration would be greatly appreciated. Please advise.

EFFECTIVE DATE

JUN 10 1995

Very truly yours,

Kenneth Gordon King
Kenneth Gordon King

Encls.

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624
671
SDC
11435
95 JUN 13 PM 2:25
FBI



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1995

KENNETH GORDON KING, ESQ.
720 ORCHID DR.
NAPLES, FL 33940

SUBJECT: ACCU-CARE NURSING SERVIE, INC.
Ref. Number: W95000011455

We have received your document for ACCU-CARE NURSING SERVIE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 895A00027729

ARTICLES OF INCORPORATION
OF
ACCU-CARE NURSING SERVICE, INC

95 JUN 13 PM 2:23
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ARTICLE I. Name and Initial Address

The name of this corporation is ACCU-CARE NURSING SERVICE, INC. and its initial address is 1044 Castello, Suite 101, Naples, Florida 33940.

ARTICLE II. Duration

The corporation shall exist perpetually commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III. Purpose

This corporation is organized for the purpose of transacting any and all lawful business and in providing in home nursing care.

ARTICLE IV. Capital Stock

This corporation is authorized to issue One Thousand (1000) shares of capital stock, initially valued at Ten and no/100 dollars (\$10.00) per share common stock.

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends.

The corporate directors may declare and pay dividends upon the Common shares.

Section 2. Rights upon Liquidation.

In the event of any voluntary or involuntary liquidation,

EFFECTIVE DATE

JUN 10 1995

dissolution, sale or winding up of this corporation, and after payment or satisfaction of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3. Voting Rights.

Except as otherwise provided by law, the entire voting power for the election of directors, designation of officers, determination of corporate policy and for any and all other acts and purposes of the corporation shall be vested exclusively in the holders of the outstanding Common Shares, at the rate of one vote per share.

Section 4. Issuance of Capital Stock.

Upon majority vote of the shareholders, the corporation is authorized to issue, dispose of and increase the issue of Capital Stock within its treasury or among shareholders as provided herein and to annually determine the par value of said shares.

ARTICLE VI. Preemptive Rights.

Every shareholder, upon the sale for cash or issue of additional stock of the corporation or other transaction affecting the allocation of shares, shall have the right to purchase his/her pro rata share thereof at all times, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII. Designation of Registered Agent and Registered Office.

The initial registered agent of the corporation shall be Kenneth Gordon King, Attorney at Law, and the initial registered mailing address for such purposes shall be 1044 Castello Dr. Suite 101

Naples, Florida 33940

ARTICLE VIII. Initial Board of Directors.

The corporation shall have as many directors as shall be determined by majority vote of the shareholders or by the By-Laws, but shall never be less than two. The names and addresses of the initial directors of this corporation, with their initial pro rata allocation of shares thereof, are as follows:

KATHLEEN K. HUGHES 1260 N. Collier Blvd. Marco Island, Florida 33937	500 Shares
LARRY P. SCHEETZ 1260 N. Collier Blvd. Marco Island, Florida 33937	250 Shares
KENNETH G. KING 720 Orchid Dr. Naples, Florida 33940	150 Shares
TERESA K. WEBB 1260 N. Collier Blvd. Marco Island, Florida 33937	50 Shares
TREASURY STOCK Subject to allocation by Board of Directors.	50 Shares

ARTICLE IX. Incorporators.

The names and addresses of the persons establishing and signing these Articles are:

Larry P. Scheetz
1260 N. Collier Blvd.
Marco Island, Fl 33937

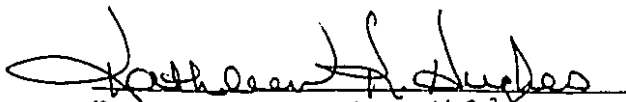
Kathleen K. Hughes
1260 N. Collier Blvd.
Marco Island, Fl 33937

Kenneth G. King
720 Orchid Dr.
Naples, Fl 33940

ARTICLE X. Amendment.

This Corporation reserves the right to amend or repeal any provisions contained in these Articles or Incorporation or any Amendment thereto, by majority vote of the shareholders.

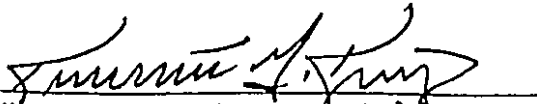
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10th day of June, 1995.



Kathleen K. Hughes 1720-511-46-835
1260 N. Collier Blvd.
Marco Island, FL 33937



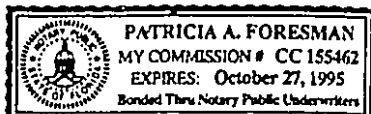
Larry P. Scheetz 5320-595-41-
1260 N. Collier Blvd. 250-0
Marco Island, FL 33937

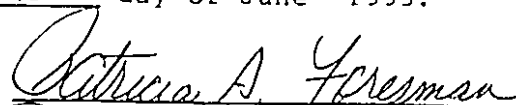


Kenneth G. King K520-507-50-245-0
720 Orchid Dr.
Naples, Florida 33940

State of Florida)
)
County of Collier)

Before me, a notary public authorized to take acknowledgments in this state and county, personally appeared said Larry P. Scheetz, Kathleen K. Hughes and Kenneth G. King, who produced their Florida Driver's License demonstrating themselves to be the persons who executed the foregoing Articles of Incorporation and acknowledged before me their execution thereof this 10th day of June 1995.





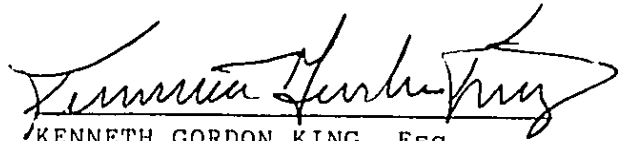
PATRICIA A. FOREMAN
Notary Public, State of Florida
My Commission Expires: 10/27/95
#CC155462

ACCEPTANCE OF REGISTERED AGENT

In Re: ACCU-CARE NURSING SERVICE, INC.

This will acknowledge my acceptance of the designation as,
and agreement to perform the duties of, Registered Agent for
said corporation, Accu-Care Nursing Service, Inc. effective
upon this filing. The office and mailing address for the
Registered Agent is as indicated below.

June 10, 1995



KENNETH GORDON KING, Esq.
Registered Agent
ACCU-CARE NURSING SERVICE, INC.
1044 Castello Dr. Suite 101
Naples, Florida 33940

FILED
95 JUN 13 PM 2:25
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR THE
SEVENTH JUDICIAL CIRCUIT
NAPLES, FLORIDA

P95000045987

Document Number Only

RECEIVED

96 MAY 13 AM 11:32

DIVISION OF CORPORATION

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

300001818813

-05/13/96--01057--001

*****35.00 *****35.00

Acu-Care Nursing Service, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 MAY 13 PM 11:39

- | | | |
|--------------------------------------------------------|-------------------------------------------------|----------------------------------------------------|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input checked="" type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Reinstatement | | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Limited Liability Partnership | | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

5/13/96

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

5/13

R.A. Change

CR2E031 (1-89)

Florida Department of State, Jim Smith, 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.

1a. The name of the corporation is: ACCU-CARE Nursing Service, Inc.

2375 TAMIANI TRAIL RD Suite 302 Naples, FL 33940

1b. Date of Incorporation JUNE 10, 1995 Document number PS5000045787

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

Kenneth G. King Atty at Law 2375 TAMIANI TRAIL RD Suite # 302 Naples, FL 33940

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

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent 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.

Larry P. Schecter
SIGNATURE
5/2/96
DATE

Larry P. Schecter (Johnston)
Typed or printed name and title

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 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.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

C T CORPORATION SYSTEM
SIGNATURE BY: Connie Bryan
(Registered Agent)

DATE 5/13/96

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314