

P95000049762

FILED

95 JUN 23 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 1995

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100001522571
-06/26/95--01012--004
*****70.00 *****70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation
of: **AMERICARE OF PALM BEACH, INC.**

Also find enclosed a check made payable to the Secretary of State in
the amount of \$70.00 which includes the statutory filing fee. Your
assistance in establishing the corporation to be known as: **AMERICARE
OF PALM BEACH, INC.** is appreciated.

Respectfully,



Salvatore Campone
4095A Woods Edge Circle
Palm Beach Gardens, Florida 33410

KP
6-26-95

ARTICLES OF INCORPORATION
OF
AMERICARE OF PALM BEACH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: **AMERICARE OF PALM BEACH, INC.**
The principle address of the corporation is: 1776 Lake Worth Road,
Road, Suite #202 , Lake Worth, Florida 33436.

ARTICLE TWO

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

This corporation is authorized to issue 1,000 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

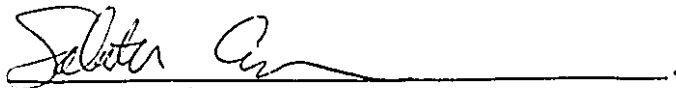
ARTICLE SIX

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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 1776 Lake Worth Road, Suite # , Lake Worth, Florida 33460 and the name of its initial registered agent of this corporation is: Salvatore Campone.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Salvatore Campone

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TALLAHASSEE, FLORIDA

ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the

shareholders. The name and address of the initial director of this corporation is:

Name	Mailing Address
Salvatore Campone	4095A Woods Edge Circle Palm Beach Gardens, Florida 33410
Douglas Rumor	2900 N. Atlantic Avenue, Suite #1102 Daytona Beach, Florida 32118

ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE TEN

The name and address of the incorporator for this corporation is:

SALVATORE CAMPONE
4095A Woods Edge Circle
Palm Beach Gardens, Florida 33410


Incorporator: Salvatore Campone

ARTICLE ELEVEN


No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so

interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested any be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19TH day of June, 1995.



Salvatore Campone

P95000049762

TO WHOM IT MAY CONCERN,
Please make all necessary
changes to amendment enclosed.

ADDRESS: 4095A WOODS EDGE CIR.
PALM BEACH GARDENS
FLORIDA, 33410

SALVATORE CAMPONE

ENCLOSED IS A CHECK FOR 43.75 \$35.00 filing fee and \$8.75 for
certificate of status.

SALVATORE CAMPONE



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 15 AM 11:18

400001663064
-12/15/95--01082--010
*****43.75 *****43.75

Amended
DEC 20 1995

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED STATE
SECRETARY OF CORPORATIONS
95 DEC 15 AM 11:18
DIVISION OF CORPORATIONS

AMERICARE OF PALM BEACH, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

SALVATORE CAMPORE IS NO LONGER PRESIDENT
OF AMERICARE OF PALM BEACH AND HAS RESIGNED AS
OF 9/1/95 AND NO LONGER AFFILIATED WITH THE COMPANY.
DOUGLAS RUMER IS NOW PRESIDENT AND CEO OF
AMERICARE OF PALM BEACH INC. (P95000049762)
AND ASSUMES ALL RESPONSIBILITIES OF THE COMPANY.
THIS WAS DISCUSSED AND VOTED AMONG THE BOARD OF
DIRECTORS ON 9/1/95.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 9/1/95

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group
- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 1ST of SEPTEMBER, 19 95

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

DOUGLAS RUMER
Typed or printed name

PRESIDENT / Director
Title