

# P95000050943

(305) 654-9380

**Arnold Hecker**  
ATTORNEY AT LAW

Fax: 654-0009

633 Northeast 167th Street, Suite 501, North Miami Beach, Florida 33162

June 2, 1995

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

000001507420  
-06/07/95--01074--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Articles of Incorporation for: FLORIDA PROFESSIONAL HOME HEALTH, INC.**

Gentlemen:

Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$ 70.00 for filing fees.

We would appreciate your recording this corporation and returning a stamped copy of same to our office at your earliest convenience. Thank you.

Very truly yours,

  
**ARNOLD HECKER**

AH/cr  
Encls.

*RA address in art V  
called 6/27/95 to answer  
" " left message  
on recorder*

*789,502,671  
W/95—12058*

B. REGISTER JUN 27 1995

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JUN 29 PM 2:48

**FILED**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

*Attention Theresa -  
Blackstone  
Legal  
1-800-881-  
6761*

June 13, 1995

ARNOLD HECKER, ESQ.  
633 NORTHEAST 167TH STREET  
SUITE 501  
NORTH MIAMI BEACH, FL 33162

SUBJECT: FLORIDA PROFESSIONAL HOME HEALTH, INC.  
Ref. Number: W95000012058

*Change to  
High Standard  
Home Health  
Inc.*

We have received your document for FLORIDA PROFESSIONAL HOME HEALTH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 995A00029039

ARTICLES OF INCORPORATION

OF

High Standard Home Health, Inc.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is High Standard Home Health, Inc., located at:

633 N. E. 167 Street, Suite 318, North Miami Beach, Florida 33162

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Florida.

ARTICLE IV

Number of Shares: The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of capital stock with a par value of \$1.00 per share.

Initial Issue: 1,000 shares of capital stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

**Stated Capital:** The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, property, or shares, of the capital stock of the corporation.

**No Classes of Stock:** The shares of the corporation are not to be divided into classes.

#### **ARTICLE V**

The initial street address of the registered office of this Corporation in the State of Florida shall be: 190 NW 87th Street, Miami, FL 33150.

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The REGISTERED OFFICE and the PRINCIPAL OFFICE ADDRESS of this Corporation is not the same.

JEAN M. VANCOL, IS HEREBY APPOINTED AS REGISTERED AGENT of this Corporation. The mailing address of the designated REGISTERED AGENT is: 190 N. W. 87th Street, Miami, Florida 33150.

#### **ARTICLE VI**

The initial Board of Directors shall consist of five members, who need not be residents of the State of Florida nor a shareholder of the

corporation. The number of members of the Board of Directors shall be fixed by the By-Laws.

#### ARTICLE VII

The names and addresses of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Guerna Blot RN., BSN.	1535 N. E. 142nd Street, Miami, Florida 33161
Yanick Dantiste RN., BSN	3404 Hibiscus Place, Miramar, Florida 33023
Jeanne Fils, RN., BSN	17450 N. E. 1st Ave, No. Miami Bch, Florida 33162
Jerry Allen	1398 N. E. 191 Street, No. Miami Bch, Florida 33179
Jean M. Vancol RN., BSN	190 N. W. 87th Street, Miami, Florida 33150

#### ARTICLE VIII

The name and address of the INITIAL INCORPORATOR and subscribed to these Articles of Incorporation and the number of shares which they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Jerry Allen	1398 N. E. 191 Street, No. Miami Bch, Florida 33162	200

#### ARTICLE IX

Unanimous consent of the stockholders of the corporation shall be required for any shareholder action.

**ARTICLE X**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, expressly subject to a unanimous vote of the applicable common stock possessing attendant voting rights and powers.

**ARTICLE XI**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, the shares of the stock of this corporation as may be perspectivevely issued, for money or any property or services from time to time, in addition to that stock originally authorized and issued by the corporation. The preemptive right of any holder is determined by the respective ratio of the authorized and issued corporate stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami, Dade County, Florida on this 1 day of June, 1995.

High Standard Home Health, Inc.  
By:   
JEAN M. VANCOL

By:   
JERRY ALLEN

STATE OF FLORIDA       )  
                                  : ss  
COUNTY OF DADE       )

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally

appeared JEAN M. VANCOL, and upon producing a valid Florida Driver's License Number: V524-K73-J7-164-0 EXP 5/1/88 me known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument voluntarily, of own free will, for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of June, 1995.

Arnold Hecker  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires on:

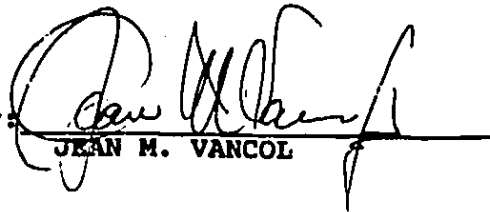


OFFICIAL SEAL  
ARNOLD HECKER  
My Commission Expires  
Jan. 26, 1997  
Comm. No. CC 255201

**ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT**

The undersigned, having been named as Registered Agent for the above corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

By:

  
JEAN M. VANCOL

**FILED**  
95 JUN 29 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA