

HEATHER L. DOUDNA  
Attorney at Law  
2536 Countryside Blvd. • Sixth Floor  
Clearwater, Florida 34621  
(813) 726-0726

995000067335

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AUG 23 11 06 AM '95

August 21, 1995

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

RE: Unioncare of America, Inc.

9900001567529  
-08/24/95--01004--003  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation together with a check in the amount of \$122.50; such sum representing the fee for filing (\$35.00), designation of registered agent (\$35.00) and a certified copy of the Articles of Incorporation (\$52.50).

Thank you for your anticipated cooperation.

Very truly yours,

*[Handwritten Signature]*  
Heather L. Doudna

Enclosures

00678  
00671  
00675  
00671

8/24/95  
*[Handwritten initials]*

~~095-1767~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 24, 1995

HEATHER L. DOUDNA  
2536 COUNTRYSIDE BLVD. SIXTH FLOOR  
CLEARWATER, FL 34623

SUBJECT: UNIONCARE OF AMERICA, INC.  
Ref. Number: W95000017067

We have received your document for UNIONCARE OF AMERICA, 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 registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 795A00039543

ARTICLES OF INCORPORATION  
FOR  
UNIONCARE OF AMERICA, INC.

20 AUG 30 AM 6:12  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is UNIONCARE OF AMERICA, INC. The principal address is:

2536 Countryside Boulevard, Fifth Floor  
Clearwater, Florida 34623

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares which the corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock. Such shares will be of a single class and shall have a par value of TEN CENTS (\$.10) per share.

**ARTICLE V**

**Cumulative Voting**

In any election of Directors by the Shareholders, each Shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of Directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given by any Shareholder to the President or Vice-President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of Directors that he intend to cumulate his voted at such election. The right to cumulatively vote shall not be further restricted or qualified by any provision in the Bylaws of this Corporation.

**ARTICLE VI**

**Initial Registered Office and Agent**

The street address of the initial registered office of the corporation is 2536 Countryside Boulevard, Clearwater, Florida, 34623, and the name of its initial registered agent at that address

in HEATHER L. DOUDNA.

**ARTICLE VII**

**Initial Board of Directors**

The number of directors constituting the initial Board of directors is one. The number of directors may be increased or decreased from time to time in accordance with the by-laws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

MARK B. GRAHAM  
2536 Countryside Boulevard  
Clearwater, Florida 34623

**ARTICLE VIII**

**Incorporator**

The name and address of the incorporator is as follows:

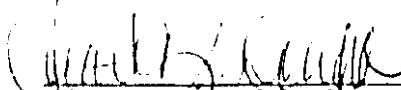
HEATHER L. DOUDNA  
2536 Countryside Boulevard  
Sixth Floor  
Clearwater, Florida 34623

**ARTICLE IX**

**Amendment**

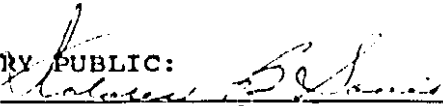
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles  
of Incorporation on this 21<sup>st</sup> day of August, 1995.

  
\_\_\_\_\_  
HEATHER L. DOUDNA  
Incorporator

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 21<sup>st</sup>  
day of August, 1995, by HEATHER L. DOUDNA, who is personally known  
to me and who did take an oath.

NOTARY PUBLIC:  
sign   
print Dolores B. Savo  
State of Florida at Large (Seal)  
My Commission Expires:



DOLORES B. SAVO  
My Comm Exp. 3/21/97  
Bonded By Service Ins  
No. CC270622

Personally Known     Other & C.

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

SECRET  
RECEIVED  
FEB 28 1995

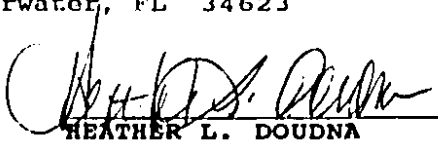
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

UNIONCARE OF AMERICA, INC.

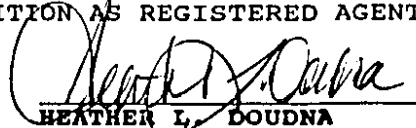
2. The name and address of the registered agent and office is:

HEATHER L. DOUDNA  
2536 Countryside Blvd.  
Clearwater, FL 34623

  
HEATHER L. DOUDNA

DATE: 2/28/95

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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
HEATHER L. DOUDNA

DATE: 2/28/95

HEATHER L. DOUDNA  
Attorney at Law  
2536 Countryside Blvd. • Sixth Floor  
Clearwater, Florida 34623  
(813) 726-0726

P95000067335

November 1, 1995

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

RE: Unioncare of America, Inc.

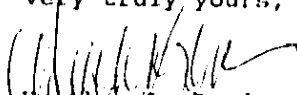
200001623122  
-11703295--01073--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation of UNIONCARE OF AMERICA, INC., changing the corporate name to UNITED LABOR OF AMERICA, INC. Also enclosed is a check in the amount of \$87.50; such sum representing the fee for filing (\$35.00) and a certified copy of the Articles of Amendment.

Thank you for your anticipated cooperation.

Very truly yours,

  
Heather L. Doudna

Enclosures

RECEIVED  
NOV 3 11 50 AM '95  
55 NOV -3 PM 1:16

TLL NOV 7 1995



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
UNIONCARE OF AMERICA, INC.

SEC. DIVISION  
95 NOV -3 PM 1:16

I, the undersigned, being the President and Secretary of UNIONCARE OF AMERICA, INC., a Florida Corporation, do hereby CERTIFY that the following Amendment to the Articles of Incorporation of said corporation was duly adopted by unanimous vote of all of the Directors and all of the Shareholders, at a meeting duly held on the 30th day of October, 1995.

A M E N D M E N T

ARTICLE I is hereby amended to hereafter read as follows:

ARTICLE I. The name of the Corporation is:  
UNITED LABOR OF AMERICA, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 1st day of November, 1995.

By:   
Gary R. Boesch, President

Attest:   
Gary R. Boesch, Secretary

(Corporate Seal)

HEATHER L. DOUDNA  
Attorney at Law  
2536 Countryside Blvd. • Sixth Floor  
Clearwater, Florida 34623  
(813) 726-0726

P95000067335

January 26, 1995

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

900001723079  
-02/23/96--01083--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

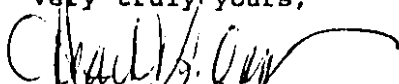
RE: United Labor of America, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation of UNITED LABOR OF AMERICA, INC., changing the corporate name to UNIONCARE OF AMERICA, INC. Also enclosed is a check in the amount of \$87.50; such sum representing the fee for filing (\$35.00) and a certified copy of the Articles of Amendment.

Thank you for your anticipated cooperation.

Very truly yours,

  
Heather L. Doudna

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 23 AM 9:10

nc

FEB 26 1996

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
UNITED LABOR OF AMERICA, INC.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 23 AM 9:10

I, the undersigned, being the President and Secretary of UNITED LABOR OF AMERICA, INC., a Florida Corporation, do hereby CERTIFY that the following Amendment to the Articles of Incorporation of said corporation was duly adopted by unanimous vote of all of the Directors and all of the Shareholders, at a meeting duly held on the 25th day of January, 1996.

A M E N D M E N T

ARTICLE I is hereby amended to hereafter read as follows:

ARTICLE I. The name of the Corporation is:  
UNIONCARE OF AMERICA, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 26th day of January, 1996.

By: 

Gary R. Boesch, President

(Corporate Seal)

Attest: 

Gary R. Boesch, Secretary

HEATHER L. DOUDNA  
Attorney at Law  
2536 Countryside Blvd. • Sixth Floor  
Clearwater, Florida 34623  
(813) 726-0726

P95000067335

September 9, 1996

SEP 13 1996  
TALLAHASSEE, FL  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

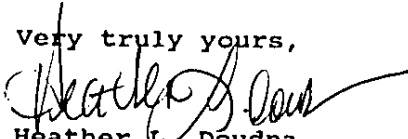
RE: Unioncare of America, Inc.

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Thank you for your anticipated cooperation.

Very truly yours,

  
Heather L. Doudna

Enclosures

FILED  
96 SEP 13 AM 8:17  
TALLAHASSEE, FL  
SECRETARY OF STATE

N/c

VS SEP 19 1996

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
UNIONCARE OF AMERICA, INC.

FILED  
96 SEP 13 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned, being the President and Secretary of UNIONCARE OF AMERICA, INC., a Florida Corporation, do hereby CERTIFY that the following Amendment to the Articles of Incorporation of said corporation was duly adopted by unanimous vote of all of the Directors and all of the Shareholders, at a meeting duly held on the 3rd day of September, 1996.

A M E N D M E N T

ARTICLE I is hereby amended to hereafter read as follows:

ARTICLE I. The name of the Corporation is:

UNITED LABOR OF AMERICA, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 4th day of September, 1996.

By:   
Gary R. Boesch, President

(Corporate Seal)

Attest:   
Gary R. Boesch, Secretary