

**CORPORATE**

**P9500072040**

**CORPORATION INFORMATION SERVICES**

(Requestor's Name)

1201 Hays Street

(Address)

(904)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #)

CIS Acct. # Dean Meach

CIS Order # \_\_\_\_\_

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**OFFICE USE ONLY**

Prepaid ck # 27081

AUTHORIZATION #0721000000032

for  
22 50

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. Resource One, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

EFFECTIVE DATE  
SEP 14 1995

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials \_\_\_\_\_

RECEIVED  
FILED  
SEP 19 1995  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
RESOURCE ONE, INC.

EFFECTIVE DATE  
~~SEP 14 1995~~

FILED  
95 SEP 18 AM 8 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Resource One, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 601 South Lake Destiny Drive, Suite 250, Maitland, Florida 32751, which shall also be the mailing address of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The Board of Directors may from time to time move the registered office to any

other address in Florida. The name of the initial registered agent of this Corporation at that address is Anthony Deglomine, III. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Anthony Deglomine, III	800 North Magnolia Avenue Suite 1500 Orlando, Florida 32803

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be two (2).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
B. C. Byrd	601 S. Lake Destiny Drive Suite 250 Maitland, FL 32751
William E. Mayville	601 S. Lake Destiny Drive Suite 250 Maitland, FL 32751

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

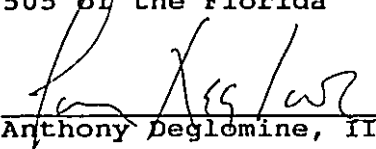
ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 14 day of September, 1995.

  
\_\_\_\_\_  
Anthony Deglomine, III

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: 

\_\_\_\_\_  
Anthony Deglomine, III

Date: September 14, 1995

Document Number Only

P95000072040

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

600002148836--0

-04/21/97--01071--018

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Resource One, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☒ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)  
FILE STAMPED

4/21/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

Walk-In 4/23

Karen,  
Please back date

April 21, 1997

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: RESOURCE ONE, INC.  
Ref. Number: P95000072040

We have received your document for RESOURCE ONE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 097A00020322

RECEIVED  
97 APR 23 PM 2:37  
TALLAHASSEE

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: Resource One, Inc.

1b. Date of Incorporation 9/18/95 Document number 895000072040

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

Byrd, B C

601 South Lake Destiny Drive, Ste. 250, Maitland, FL 32751

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.

  
SIGNATURE  
4/15/97

DATE

Brad P. Behr, Vice President  
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 COM-  
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY:   
(Registered Agent)  
DATE 4-17-97  
MARY ALICE ROGERS  
Special Assistant Secretary

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

Document Number Only

P95000072040

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

6/18/97 01035-013  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

W97000014363

Resource One, Inc.

Marine

changed name to

Change

Non-Share Employee Services Resource One, Inc.

Change

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> Profit                    | <input checked="" 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 type="checkbox"/> Change of R.A.  |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Certified Copy                | <input type="checkbox"/> CUS             |
| <input type="checkbox"/> Photo Copies              | <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	6/24/97
Availability	
Document Examiner	DDH
Updater	DDH
Verifier	DDH
Acknowledgment	DDH
W.P. Verifier	DDH

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FILE STAMPED

6/18/97

\*00789, 00542, 00672

FILED  
JUN 24 PM 2:48  
JUN 18 PM 12:26  
RECEIVED  
DIVISION OF CORPORATION





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 19, 1997

CT Corporation System  
660 East Jefferson St.  
Tallahassee, FL 32301

SUBJECT: RESOURCE ONE, INC.  
Ref. Number: P95000072040

We have received your document for RESOURCE ONE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 397A00032737

*Walla TW 6/24*

97 JUN 26 AM 11:03

ARTICLES OF AMENDMENT  
OF  
RESOURCE ONE, INC.

FILED  
JUN 24 PM 2 49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

- FIRST: THE NAME OF THE CORPORATION IS Resource One, Inc.
- SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED 1 SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:
- The name of the corporation is NovaCare Employee Services Resource One, Inc.
- THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON JUNE 9, 1997.
- FOURTH: THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT BY THE SHAREHOLDERS WAS SUFFICIENT FOR APPROVAL.

SIGNED ON June 10, 1997

Resource One, Inc.

BY

  
Brad P. Behr, Vice President