

P96000009604
LAW OFFICES OF LYNN POWERS JOHNS

**4100 South Dixie Highway, Suite C
West Palm Beach, Florida 33405
Telephone - 407/833-2223
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*Admitted in Florida and Colorado

January 26, 1996

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

40000017004184
-01/29/96--01073--010
***122.50 ***122.50

RE: Manor Health Staffing Services, Inc.

Gentlemen:

Enclosed herein are the Articles of Incorporation, along with my check in the amount of \$122.50, for the filing of these articles.

Thank you.

Very Truly Yours,


Lynn P. Johns, Esquire

LPJ/daw

Enclosures

JAN 31 1996 BSB

FILED
96 JAN 29 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

MANOR HEALTH STAFFING SERVICES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is MANOR HEALTH STAFFING SERVICES, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually commencing upon the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred shares of \$1.00 par value common stock. KATHY WEEKS is the sole shareholder of this corporation.

ARTICLE V - PRE-EMPTIVE STOCK

Every shareholder, upon 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The initial registered agent is Lynn P. Johns, Esquire, 224 Datura Street, Suite 809, West Palm Beach, Florida 33401 and the principal office of this corporation is 11B Welsh Drive, Lancaster, Pennsylvania 17601.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one director; KATHY WEEKS. The officers of this corporation shall be KATHY WEEKS, President. The officers of this corporation may be changed by by-laws without the requirement that these Articles of Incorporation be refiled or amended in any manner.

ARTICLE VIII - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is KATHY WEEKS, 11B Welsh Drive, Lancaster, Pennsylvania 17601.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - RATIFICATION

This corporation hereby ratifies and adopts all work done, documents executed, decisions made and the like performed by KATHY WEEKS prior to the filing of these Articles of

Incorporation as though they were performed following the filing of these Articles of Incorporation by and on behalf of this corporation.

Kathy Weeks
KATHY WEEKS

STATE OF PA)
COUNTY OF LANCASTER) SS

BEFORE ME, the undersigned authority, personally appeared, KATHY WEEKS, who is personally known to me and she executed before me the foregoing Articles of Incorporation this 10TH day of November, 1995.

Deb L Hopstetter
NOTARY PUBLIC

My Commission Expires:

NOTARIAL SEAL
DEBRA L. HOPSTETTER, Notary Public
East Hampfield Township, Lancaster County
My Commission Expires June 17, 1999

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED:

IN COMPLIANCE WITH FLORIDA STATUTE 48.091, THE FOLLOWING IS
SUBMITTED:

FIRST, that MANOR HEALTH STAFFING SERVICES, INC., desiring
to organize or qualify under the Laws of the State of Florida has
named Lynn P. Johns, Esquire, 224 Datura Street, Suite 809, West
Palm Beach, Florida 33401, to accept service of process within
Florida.

BY:

Kathy Weeks
KATHY WEEKS

HAVING BEEN NAMED to accept service of process for the above
stated corporation, at the place designated in this certificate,
I hereby agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.

Lynn P. Johns
LYNN P. JOHNS, ESQUIRE

DATED: November 16, 1995

FILED
96 JAN 29 AM 9:31
CLERK OF STATE
TALLAHASSEE, FLORIDA