

P96000017194

Stephen Greenwell
1533 Deming Drive
Orlando, Florida 32825-8215

February 20, 1996

State of Florida
Department of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

300001722898
-02/23/96--01071--004
****122.50 ****122.50

RE: Compassionate Adult Care, Inc.
Filing of Articles of Incorporation

To Whom It May Concern:

Enclosed herewith are the Articles of Incorporation for Compassionate Adult Care, Inc. Also enclosed herewith is a copy of the Articles of Incorporation which I request that you certify and return to me in the enclosed pre-addressed stamped envelope. Also enclosed herewith is a money order in the sum of \$122.50 as payment for the pertinent fees.

Thank you for your attention to this matter.

Very truly yours,

FEB 26 1996 BSB


Stephen Greenwell

SG/bw

Enclosures

FILED
96 FEB 23 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
COMPASSIONATE ADULT CARE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is: Compassionate Adult Care, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issued One Thousand (1,000) shares of fifty (\$.50) cents par value common stock which shall be designated "common shares".

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is: 1533 Deming Drive, Orlando, Florida, 32825-8215 and the name of the initial registered agent of this corporation and his address is: Stephen Greenwell, 1533 Deming Drive, Orlando, Florida, 32825-8215.

**ARTICLE VI - INITIAL
BOARD OF DIRECTORS**

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and address of the initial director(s) of this corporation are: Angela Hernandez; Stephen Greenwell, 1533 Deming Drive, Orlando, Florida, 32825-8215.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT, Compassionate Adult Care, Inc. is organized and qualified
under the laws of the State of Florida, with its principal place of business as 1533
Deming Drive, Orlando, Florida, 32825-8215 has named Stephen Greenwell as its
Agent to accept Service of Process within Florida.

SIGNATURE


Stephen Greenwell

TITLE

Secretary-Treasurer

DATE

2/21/96

Having been named to accept Service of Process for the above-stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative
to the proper and complete performance of my duties.

SIGNATURE


Stephen Greenwell

DATE

2/21/96

SWORN TO AND SUBSCRIBED before me
this 20th day of February, 1996.


NOTARY PUBLIC

State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
BONNIE A WAESCO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC227700
MY COMMISSION EXP. SEPT 26, 1996

FILED
96 FEB 23 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA