

P96000028771

HESSE & JONES  
A PROFESSIONAL CORPORATION  
ATTORNEYS AND COUNSELORS

4950 WESTGROVE  
SUITE 100  
DALLAS, TEXAS 75248

TELEPHONE (214) 733-3117  
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March 26, 1996

VIA FEDERAL EXPRESS

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

800001760048  
-03/27/96--01093--013  
\*\*\*\*315.00 \*\*\*\*\*78.75

Office Use Only

RE: Arch Creek Healthcare, Inc.; Jackson Manor Healthcare, Inc.; Ponce De Leon  
Healthcare, Inc. and Snapper Healthcare, Inc.

Dear Sir or Madam:

Enclosed is an original and copy of each of the above referenced Articles of Incorporation along with our check in the amount of \$315.00 for the filing fee (\$78.75 per corporation). Also, enclosed is an original and copy for each corporation of a Certificate of Designation Registered Agent/Registered Office. Please return file-stamped copies upon completion to the undersigned.

Thank you for your assistance with this matter and if you have any questions, please feel free to call me.

Sincerely yours,

HESSE & JONES  
A Professional Corporation

By: Ann Sutton

Ann Sutton  
Legal Assistant

FILED  
96 MAR 27 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures

Dmc  
4/3/96

**ARTICLES OF INCORPORATION  
OF  
PONCE DE LEON HEALTHCARE, INC.**

**FILED**  
96 MAR 27 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation shall be: **PONCE DE LEON HEALTHCARE, INC.**

**ARTICLE II**

**DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III**

**INITIAL PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of this corporation is 16910 Dallas Parkway, Suite 200, Dallas, Texas 75248.

**ARTICLE IV**

**PURPOSE**

The purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act. The corporation shall be authorized to conduct its business or hold property in any part of the United States and its possessions and foreign countries.

## ARTICLE V

### SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock, each having the par value of one dollar (\$1.00).

## ARTICLE VI

### INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: H. Darrell White, Jr., 215 S. Monroe Street, Suite 600, Tallahassee, Florida 32301.

## ARTICLE VII

### INCORPORATOR

The name and street addresses of the sole incorporator to these Articles of Incorporation is as follows:

Michael D. Hesse  
4950 Westgrove  
Suite 100  
Dallas, Texas 75248

THE UNDERSIGNED incorporator has executed these Articles of Incorporation this 26<sup>th</sup> day of March, 1996.

  
\_\_\_\_\_  
MICHAEL D. HESSE, Incorporator

. . . . .

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

**FILED**

96 MAR 27 AM 8:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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: **PONCE DE LEON HEALTHCARE, INC.**
2. The name and address of the registered agent and office is:

H. Darrell White, Jr.  
215 S. Monroe Street  
Suite 600  
Tallahassee, Florida 32301

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.



\_\_\_\_\_  
Signature of Registered Agent,  
H. DARRELL WHITE, JR.

Date: 3/25/96