

P96000035974

A. ROMEU INC.
121 NW 85 Place
Miami Florida 33126

April 16, 1996.

Department of State
Division of Corporations
George Firostone Boulevard No. 409
East Gaines Street
Tallahassee, Florida 32399.

Subject:

PARADISE HOME CARE INC.
(proposed corporate name)

EFFECTIVE DATE

4-16-96

Enclosed is an original and one (1) copy of the Articles
of Incorporation and a check No. 1114 \$ 78.75, covering
filing fees and certificate.

from: A. Romeu Inc.
121 NW 85 Place
Miami Florida 33126

8000001790878
-04/23/96--01071--018
*****78.75 *****78.75

A. Romeu
Alfonso Romeu

AR/j11..

telephone: 305 553 2900

AL APR 25 1996

FILED
56 APR 22 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PARADISE HOME CARE INC.

FILED

96 APR 22 AM 9:16

STATE
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-16-96

The undersigned subscribers of those articles of incorporation, each a natural person, competent to contract, hereby associated themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: PARADISE HOME CARE INC.

ARTICLE II; DURATION

This Corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III; PURPOSE

The purpose is in engage in any activities or business permitted under the laws of the United States and or the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar (\$ 1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

/

The name and address of the initial registered agent and office is as follows:

Alfonso Romeu
121 NW 85 PLACE
MIAMI, FLORIDA, 33126

ARTICLE VI. CORPORATION PRINCIPAL OFFICE.

The address of the Corporation principal office is:

2011 SW 4 STREET
MIAMI FLORIDA 33135

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The Corporation shall have TWO (2) Director (s) Initially. The number of directors may be either increased or decreased from time to time by an ammendment of the bylaws of the corporation in the manner provided by law but shall be never be less than one.

The name and address of the initial board of directors of this corporation are:

RUDY FERNANDEZ
2011 SW 4 STREET
MIAMI FLORIDA 33135

ELIA KASSEM
221 SW 134 AVE
MIAMI FLORIDA 33184

ARTICLE VIII. INCORPORATION.

The name and address of the Incorporator signing these articles of Incorporation are:

RUDY FERNANDEZ
2011 SW 4 STREET
MIAMI FLORIDA 33135



ARTICLE IX. AMENDMENT OF ARTICLES.

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

ARTICLE X. PRE-EMPTIVE RIGHTS.

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued. (Where or not to presently authorized) including shares from the treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XI. REMOVAL OF DIRECTORS

At a meeting of shareholders called expressly for that purpose, any one director of the entire board of directors may be removed with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of directors.

ARTICLE XII. INDEMNIFICATION.

The corporation may be empowered to indemnify any officer or director in the manner set out and provided for pursuant to the provisions of Section 607-014 of the Florida Statutes, as amended.

ARTICLE XIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors and approved at a stockholders meeting by a majority of the shares entitled to vote thereon.

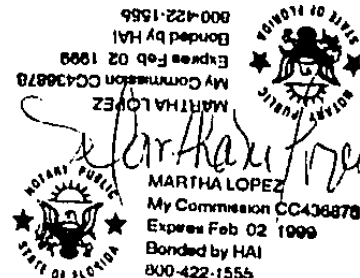
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
EXECUTED THESE ARTICLES OF INCORPORATION THIS SIXTEEN
OF APRIL OF 1996.

Rudy Fernandez

BEFORE ME, The undersigned authority, personally appeared
MR. RUDY FERNANDEZ To me known to be the person who
executed the foregoing Articles of Incorporation, and he acknowledged to
and before me that he executed such instrument.
Driver Licence Florida No: F 655 720 57 310

Sworn and subscribed before me on this April. 16/96

Notary Public,
Of Florida, my commission
expires. Feb 2/99



CERTIFICATE OF DESIGNATED OF REGISTERED AGENT AND
REGISTERED OFFICE.

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:
PARADISE HOME CARE INC.
- 2.- The name and address of the registered agent and office is:
Alfonso Romeu
121 NW 85 Place
Miami, Florida, 33126

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 obligation of my position as registered agent.

Signature:

A. Romeu

Date:

4/18/96

FILED
96 APR 22 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000035974

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16

Address

MIAMI, FL 33174 (305) 552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

96000035974-1
-03/30/96--01039--012
*****35.00 *****35.00

Office Use Only

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

1. PARADISE HOME CARE INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

AMENDMENTS	
<input checked="" 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

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

FILED
96 SEP 30 PM 4:10
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
OCT -3 AM 11:10

RECEIVED
96 SEP 30 AM 11:13
DIVISION OF CORPORATION

Amendment
10/3/96

[Signature]

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Paradise Home Care Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Articles VII.

Deleted. Rudy Fernandez Director 2011 SW 4 Street. Miami Florida, 33155	Elia Kassem Director 221 SW 134 Ave Miami Florida, 33184
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ADDED; Yusmany S. Marrero- Director 1820 SW 70 Ave Miami Florida, 33155	Xiomara Pomo, Director 1820 SW 70 Ave Miami Florida, 33155
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ARTICLES V:

Deleted. Alfonso Romeu .Registered AGent.
121 NW 85 Place
Miami Florida 33126

Added: Xiomara Pomo
1820 SW 70 Ave
Miami Florida , 33155

FILED
96 SEP 30 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 9-30-1996

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of September, 1996

Signature X Yusmany S. Marrero
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Yusmany S. Marrero

Typed or printed name

President

Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

X Xiomara Pomo -Xiomara Pomo

9-30-1996
DATE