

96000050042
LANE, TROHN, CLARKE, BENRAN, VREELAND & JACOBSEN, P.A.

JOHN A. ATTAWAY, JR.
ROBERT J. BENRAN
ROBERT M. BRUSH
HANK B. CAMPBELL
CHRISTINE M. CABINGAL
THOMAS L. CLARKE, JR.
JONATHAN M. CROWDER
CHRISTOPHER N. FEAR
JUDITH J. FLANDERS
MITCHELL D. FRANKS
LYNN H. GROSECLOSE
NANCY C. HARRISON
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KINGSWOOD SPROTT, JR.
ROBERT O. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND

June 6, 1996

A.H. LANE (RETIRED)

IN REPLY REFER TO:

Lakeland

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

Handwritten signature
VIA FEDERAL EXPRESS

Re: Heritage/Summit Health Care of Florida, Inc.

100001857961
-06/11/96--01090--013
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as Heritage Summit Health Care of Florida, Inc.. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgment of the Articles.

Also enclosed is this firm's check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	52.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941)284-2208.

Thanking you for your usual cooperation, I am

Yours very truly,

Handwritten signature of John A. Attaway, Jr.
John A. Attaway, Jr.

JAA/lw
Enclosures

cc: Mr. Rick T. Hodges (w/encl.)
Mr. Russell L. Wall (w/encl.)
Billy R. Ready, Esquire (w/encl.)

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96 JUN 10 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HERITAGE/SUMMIT HEALTH CARE OF FLORIDA, INC.

ARTICLE I. NAME

The name of this corporation is Heritage/Summit Health Care of Florida, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation is 2310 A-Z Park Road, Lakeland, Florida 33801.

ARTICLE III. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV. PURPOSE

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

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 209 Palmetto, Auburndale, Florida 33823, and the name of the initial registered agent of this corporation at that office is Billy R. Ready, Esquire.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have six (6) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never

EFFECTIVE DATE
6/16/96

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TALLAHASSEE, FLORIDA

be less than one (1). The names and addresses of the initial directors of the corporation are:

William B. Bull
2310 A-Z Park Road
Lakeland, FL 33801

Rick T. Hodges
2310 A-Z Park Road
Lakeland, FL 33801

N. Leonard Porter
2068 Katie Court SE
Winter Haven, FL 33884

Russell L. Wall
2310 A-Z Park Road
Lakeland, FL 33801

Billy R. Ready
Post Office Box 1363
Auburndale, FL 33823

Michael D. Worthington
170 Lake Stella
Auburndale, FL 33823

ARTICLE VIII. INCORPORATOR

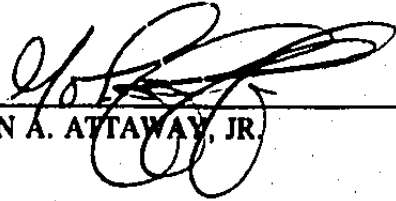
The name and address of the Incorporator is:

John A. Attaway, Jr., Esquire
Lane, Trohn, Clarke, Bertrand,
Vreeland & Jacobsen, P.A.
One Lake Morton Drive
Lakeland, Florida 33801

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 has executed these Articles of Incorporation
this 6th day of June, 1996.



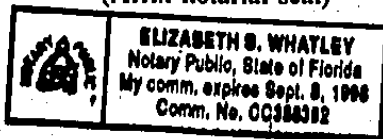
JOHN A. ATTAWAY, JR.

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 6th day of June, 1996, by JOHN A. ATTAWAY, JR, who is personally known to me and who did not take an oath.

(Affix notarial seal)



Elizabeth S. Whatley
NOTARY PUBLIC

Elizabeth S. Whatley
(Type or Print Name of Notary)

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as Registered Agent for HERITAGE/SUMMIT HEALTH CARE OF FLORIDA, INC., hereby accepts such appointment this 6th day of June, 1996.

Billy R. Ready
BILLY R. READY