

128 East Main St.
Post Office Box 608
Wauchula, Florida 33873

Val R. Patarini, P.A.
Attorney At Law

Phone:
(813) 773-5171

May 9, 1996

Florida Department of State
Sandra B. Mortham
Secretary to State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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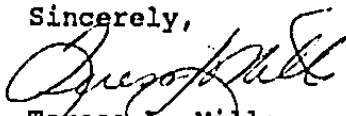
RE: Articles of Incorporation
Zakhary Health Care Center, Inc.

Dear Madam:

Enclosed please find the Articles of Incorporation for Zakhary Health Care Center, Inc.. These Articles require filing with the Division of Corporations. Also enclosed is an attorney's account check in the amount of \$122.50 for filing of said articles.

Thank you for your assistance in this matter.

Sincerely,



Teresa L. Mills
Secretary to
Val R. Patarini, Esq.

FILED
96 JUN 26 PM 1:34
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

VRP/tlm

Enclosed
Articles of Incorporation

W96-11013

AL JUN 26 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1996

VAL R. PATARINI, ESQ.
P.O. BOX 608
WAUCHULA, FL 33873

SUBJECT: ZAKHARY HEALTH CARE CENTER, INC.
Ref. Number: W96000011013

We have received your document for ZAKHARY HEALTH CARE CENTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 196A00025810

128 East Main St.
Post Office Box 608
Wauchula, Florida 33873

Val R. Patarini, P.A.
Attorney At Law

Phone:
(813) 773-3171

June 18, 1996

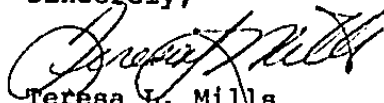
Florida Department of State
Sandra B. Mortham
Secretary to State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
Zakhary Health Care Center, Inc.

Dear Madam:

We are in receipt of your letter for corrections concerning the Article of Incorporation for Zakhary Health Care Center, Inc.. I have enclosed the corrected document along with a copy of your letter. If I can be of further assistance please contact our office at the above address and number.

Sincerely,


Teresa L. Mills of
Office
Val R. Patarini, Esq.

VRP/tlm

Enclosed
Corrected Articles
of Incorporation

ARTICLES OF INCORPORATION
OF

ZAKHARY HEALTH CARE CENTER INC.

The undersigned, acting as Incorporator to these Articles of Incorporation, of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is ZAKHARY HEALTH CARE CENTER INC.

ARTICLE II

To engage in the acquiring by purchase exchange, construction or other means and thereafter in owning, operating and carrying on an institution, boarding home or other establishment suitable for the reception, care and treatment of the elderly or disabled persons.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as full as natural persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as statement of both purposes and powers, shall be liberally construed in aid of powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not limitation of said general powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$5.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of

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FLORIDA

this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$2000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal of this corporation is the be at 810 S. Florida Ave., Wauchula, Florida, 33873. The Board of Directors from time to time designate such other address and place for the principal office of this corporation as it may seem fit.

ARTICLE VII - REGISTERED AGENT

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ZAKHARY HEALTH CARE CENTER INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named VAL R. PATARINI, located at 128 East Main Street, Post Office Box 608, Wauchula, Florida 33873, as its agent to accept service of process within this State; That the Resident's Agent's home address is 1850 West Main St., Wauchula, FL 33873.

ARTICLE VIII - DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1).

ARTICLE IX - INITIAL DIRECTORS

The name and street address of the Initial Director, who shall hold office until his successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>PHYSICAL ADDRESS</u>	<u>MAILING ADDRESS</u>
Raafat Z. Zakhary	810 S. Florida Ave. Wauchula, FL 33873	P.O. Box 1362 Bowling Green, FL 33834

The Officer of the Corporation, who shall hold office until successors are elected by the Board of Directors, shall be:

<u>NAME</u>	<u>PHYSICAL ADDRESS</u>	<u>TITLE</u>
Raafat Z. Zakhary	810 S. Florida Ave. Wauchula, FL 33873	Sect./Treasurer

MAILING ADDRESS
P.O. Box 1362
Bowling Green, FL 33834

ARTICLE X - SUBSCRIBERS

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Raafat Z. Zakhary 810 S. Florida Ave. Wauchula, FL 33873	400	\$2,000.00

MAILING ADDRESS
P.O. Box 1362
Bowling Green, FL 33834

ARTICLE XI - EFFECTIVE DATE

These articles of Incorporation shall be effective on the granting of the Corporation by the State of Florida.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholder's meeting by a majority (51%) of the intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17th day of June, 1996.


Raafat Z. Zakhary

STATE OF FLORIDA:
COUNTY OF HARDEE:

The foregoing instrument was acknowledged before me this the

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17th day of June, 1996 by Raafat Z. Zakhary.

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DATE
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Val R. Patarini
Notary Public/State of Florida

My Commission expires:

OFFICIAL NOTARY SEAL
VAL R. PATARINI
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC207710
MY COMMISSION EXPI. JULY 26, 1996

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-styled corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Val R. Patarini
VAL R. PATARINI
Registered Agent