

# P96000058040

Date May 24, 1996

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

000001045638  
-05/31/96--01023--017  
\*\*\*\*122.50 \*\*\*\*122.50

Re: AMERI-CARIB EMPLOYMENT AGENCY, Inc.  
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50. Check No. 1187.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Adlyn McGregor

(individual's name)

Ameri-Carib Employment Agency, Inc.  
(name of corporation)

MAILING ADDRESS OF CORPORATION

4699 N. State Rd Seven, Suite A-1

Tamarac, FL 33319

PHONE  
( 954 ) 485 - 9504  
Area Code Number Ext.

RECEIVED  
DIVISION OF CORPORATIONS  
JUL 10 AM 10:28

5/7/10

W96-11871



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**June 5, 1998**

**ADLYN MCGREGOR**  
**AMERI-CARIB EMPLOYMENT AGENCY, INC.**  
**4699 N. STATE ROAD SEVEN, STE. A-1**  
**TAMARAC, FL 33319**

**SUBJECT: AMERI-CARIB EMPLOYMENT AGENCY, INC.**  
**Ref. Number: W96000011871**

**We have received your document for AMERI-CARIB EMPLOYMENT AGENCY, 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 person designated as incorporator in the document and the person signing as incorporator must be the same.**

**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) 487-6924.**

**Sharon Tala**  
**Document Specialist Supervisor**

**Letter Number: 296A00028038**

**ARTICLES OF INCORPORATION  
OF**

Ameri-Carib Employment Agency, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned, a subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a body corporate under the Laws of the State of Florida, under and by virtue of the following:

**ARTICLE I**

The name of the corporation shall be:

Ameri-Carib Employment Agency, Inc.

**ARTICLE II**

The general nature of the business and the objects proposed to be transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

To engage in the business of hiring, firing and leasing personnel for the purpose of maintaining and assisting every and anyone who is in need of medical assistance as well as act in the capacity of caregivers housekeepers, nurses, nurses aides and all facets of household assistance, but not limited to same.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereto,

necessary or incidental to the protection and benefit of the corporation and in general either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the furtherance of such purposes or objects of this corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law, that is this corporation shall be able to exercise any power and authority which may be done by a private corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes.

#### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share. Any and all such shares issued and for which the full consideration has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

#### ARTICLE IV

The amount of capital with which this corporation shall

begin business is not less than \$500.00.

#### ARTICLE V

The existence of this corporation shall be perpetual. This corporation shall have the power to deny to the holders of the common stock of this corporation any preemptive right to purchase or subscribe to any new issues of any type stock of this corporation, and no shareholder shall have any preemptive right to subscribe to any such stock. This corporation shall have the power, at its option to purchase and acquire any and all of its shares owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares, provided, however, the capital of this corporation is not impaired. The Board of Directors shall have the general management and control of this corporation's business and may exercise the powers of the corporation except such as may be by Statute or any Articles of Incorporation or Amendments thereto, or by the By-Laws as executed from time to time, expressly conferred upon or reserved to the stockholders from time to time.

The Directors may prescribe a method for replacement of lost certificates and may prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

The Directors may, without the assent or vote of the stockholders, authorize and issue obligations of this corporation, secured or unsecured, and include therein such provision as to redeemability, convertibility or otherwise, as they in their sole discretion, may determine, and the Board of Directors, may authorize the mortgaging or pledging as security

therefor, of any property of the corporation, real or personal, including thereafter-acquired property.

The corporation shall have such officers as may from time to time be provided by the By-Laws, and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed therein or as may be determined from time to time by the Board of Directors, subject to the By-Laws.

#### ARTICLE VI

The initial office of this corporation shall be:

4699 North State Road Seven, Suite A-1, Tamarac, Florida 33319.

#### ARTICLE VII

This corporation shall have two (2) Directors initially. This may be increased from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one. The election of Directors need not be by ballot. Directors need not be stockholders.

#### ARTICLE VIII

The name and post office address of the members of the first Board of Directors are:

Adlyn N. McGregor, President

AND

Milton McGregor, Vice President

4699 N. State Rd., 7

Suite A-1

Tamarac, FL 33319

#### ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation, the number of shares of stock she agrees to take and the value of the consideration therefore is:

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#### ARTICLE X

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a Director of, such other corporation, and any Director, individually or jointly, may be a party to, or may be interested in, any contract or transaction for this corporation or in which this corporation with any person, firm or corporation wherein a Director is in any way connected with such person, firm or corporation, shall be invalid and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contacting with this corporation for the benefit of himself or any firm, association or corporation in which he may be interested.

#### ARTICLE XI

Any Director of this corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a Director.

#### ARTICLE XII

The Shareholders shall have the power to include in the By-Laws, adopted by the holders of a two-thirds majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding shares of this corporation by any of its shareholders. The manner and form, as well as

relevant terms, conditions and details hereof, shall be determined by the shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificates evidencing ownership of such stock.

#### ARTICLE XIII

In furtherance and not in limitation of the powers conferred by Statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of this corporation.

#### ARTICLE XIV

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Shareholders are subject to this reservation.

#### ARTICLE XV

The Registered Agent for this corporation shall be

Adlyn N. McGregor

4699 N. State Rd., 7/ Suite A-1

Tamarac, FL 33319



IN WITNESS WHEREOF, I have executed these Articles of  
Incorporation this 24 day of May, 1996.

Adlyn N. McGregor  
Adlyn N. McGregor, President

STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before  
me, an officer duly authorized to administer oaths and take  
acknowledgements, to me personally known to be the person(s)  
described or who has produced N/A as  
identification and who did take an oath and executed the  
foregoing ARTICLES OF INCORPORATION and acknowledged before me  
that Adlyn N. McGregor executed the same  
freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at County of Broward and  
State of Florida, this 24<sup>th</sup> day of May, 1996.

Karen T. Blake  
Notary Public,  
State of Florida at Large



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 10 AM 10:28

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

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

First, that AMERJ-CARIB EMPLOYMENT AGENCY, INC.,  
desiring to organize under the Laws of the State of Florida with  
its principal office, as indicated in the Articles of  
Incorporation, at 4699 North State Road Seven, Suite A-1, Tamarac,  
County of Broward, State of Florida, has named  
Adlyn N. McGregor, whose address is  
4699 N. State Rd. Seven, Suite A-1 as its agent to accept  
service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above  
stated corporation, at 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.

By:

Adlyn N. McGregor  
Registered Agent  
Adlyn N. McGregor