

P960000066947

TRANSMITTAL LETTER

FILED

96 AUG -7 PM 4:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

500001915585
-08/07/96--01083--013
****122.50 ****122.50

SUBJECT:

Marilyn J. Kerr R.N.P.A.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

✓ \$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy &
Certificate

Please return the photocopy to me with the filing date stamped on it.

FROM:

Marilyn J. Kerr

Name (printed or typed)

5100 Burchette Road, Suite 1003

Address

Tampa, FL 33647

city, state & zip

(813) 977-0629 or (813) 244-3139

Daytime Telephone Number

th
8-12-96

Articles of Incorporation

Professional Association

FILED
96 AUG -7 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be: Marilyn J. Kerr RN P.A.
2. The purpose for which this corporation is organized is to provide Registered Nurse home health care services.
3. The principal place of business and mailing address of the corporation is:

5100 Burchette Road, Suite 1003
Tampa, FL 33647
4. The corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$0.001
5. The registered agent of the corporation is Marilyn J. Kerr and the registered street address is

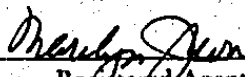
5100 Burchette Road, Suite 1003 Tampa, FL 33647
6. The initial Board of Directors shall have member(s) whose name(s) and addresses is/are as follows:
Marilyn J. Kerr
5100 Burchette Road, Suite 1003 Tampa, FL 33647
The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
7. The incorporator of this corporation is Marilyn J. Kerr whose street address is 5100 Burchette Road, Suite 1003, Tampa, FL 33647

Dated 7/2/96


Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated 7/2/96


Registered Agent

**Resolution
of
Marilyn J. Kerr RN P.A.
a Florida Corporation**

RESOLVED that the corporation elects "S-Corporation" status for tax purposes under the Internal Revenue Code and that the officers of the corporation are directed to file IRS Form 2553 and to take any further action necessary for the corporation to qualify for S-corporation status.

Shareholders' Consent

The undersigned shareholders, being all of the shareholders of the above corporation, a Florida corporation, hereby consent to the election of the corporation to obtain S-corporation status.

Name and Address of Shareholder	Shares Owned	Date Acquired
<u>Marilyn J. Kerr</u>	<u>100</u>	<u>July 2, 1996</u>
<u>5100 Burchette Road, Suite 1003</u>		
<u>Tampa, FL 33647</u>		

Date: 7/2/96



Articles of Incorporation

Professional Association

FILED
96 AUG -7 PM 4:04
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be: Marilyn J. Kerr RN P.A.
2. The purpose for which this corporation is organized is to provide Registered Nurse home health care services.
3. The principal place of business and mailing address of the corporation is:

5100 Burchette Road, Suite 1003
Tampa, FL 3347
4. The corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$0.001
5. The registered agent of the corporation is Marilyn J. Kerr and the registered street address is

5100 Burchette Road, Suite 1003 Tampa, FL 33647
6. The initial Board of Directors shall have member(s) whose name(s) and addresses is/are as follows:
Marilyn J. Kerr
5100 Burchette Road, Suite 1003 Tampa, FL 33647
The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
7. The incorporator of this corporation is Marilyn J. Kerr whose street address is 5100 Burchette Road, Suite 1003, Tampa, FL 33647

Dated 7/2/96


Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated 7/2/96


Registered Agent