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TRANSMITTAL LETTER

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

200001919422  
08/13/96--01008--017  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: BEST American Nursing Care Inc  
(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

☐ \$78.75

☒ \$122.50

☐ \$131.25

FROM:

F. J. Petrillo & Associates  
10310 SW 51st Street  
Cooper City, FL 33328

Address

City, State & Zip

954 680 5800  
Daytime Telephone number

FILED  
95 AUG 12 AM 9:50  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

AUG 14 1996 BSB

Please file copies back ASAP.

NOTE: Please provide the original and one copy of the articles.

Thank -

**ARTICLES OF INCORPORATION  
OF**

**BEST American Nursing Care, Inc.  
a Florida Corporation**

**FILED**

96 AUG 12 AM 9:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

BEST American Nursing Care, Inc.

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V  
EXISTENCE**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

## **ARTICLE VI**

### **INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Denise Wilks


INITIAL REGISTERED OFFICE: 1950 N.W. 3rd Ave.

Pompano Beach, Fl. 33060

### **ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

**REGISTERED AGENT**

By:   
Denise Wilks

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the Initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

**ARTICLE VIII  
INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Denise Wilks  
1950 N.W. 3rd Ave  
Pompano Beach, Fla. 33060

**ARTICLE IX  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

**ARTICLE X  
PRINCIPAL OFFICE**

The principal office of the corporation is:

1950 N.W. 3rd Ave  
Pompano Beach, FL. 33060

**ARTICLE XI  
MAILING ADDRESS**

The mailing address of the corporation is:

1950 N.W. 3rd Ave.  
Pompano Beach, Fl. 33060

**ARTICLES XII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII  
INCORPORATOR**

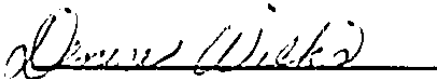
The name and address of the Incorporator executing these Articles of Incorporation is:

Denise Wilks  
1950 N.W. 3rd Ave.  
Pompano Beach, Fl. 33060

**ARTICLE XIV  
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 upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, I, the Incorporator, have executed these Articles of Incorporation this 9 day of August, 1996.

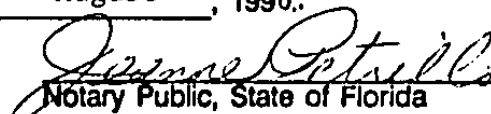


Denise Wilks

STATE OF FLORIDA  
COUNTY OF BROWARD

**BEFORE ME**, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgments in the State and County aforesaid, personally appeared DENISE WILKS, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and she duly acknowledged to me that she executed the same for the purposes therein expressed.

**WITNESS** my hand and official seal in Cooper City, Broward County, Florida, this 9 day of August, 1996.

  
Notary Public, State of Florida  
at Large

My Commission Expires:

