

1201 HAYS STREET

TALLAHASSEE, FL 32302-3600

904-222-1000

(1-222-1000)

800-342-8086

P96000092527



PRESTIGE MAIL  
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 148325 137709A

AUTHORIZATION :

COST LIMIT :

*Patience Pijut*

ORDER DATE : November 7, 1996

ORDER TIME : 5:14 PM

ORDER NO. : 148325-005

CUSTOMER NO: 137709A

CUSTOMER: Gretchen Hollander, Legal Asst 3000002001553--0  
GARDNER WILKES SHAHEEN &  
CANDELORA  
Ste. 2650  
401 E. Jackson St  
Tampa, FL 33602

DOMESTIC FILING

NAME: THE LAURELS NURSING CENTER CORPORATION

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: \_\_\_\_\_

FILED

55 NOV 12 PM 2:53

FILED

NOV 13 1996

FILED

nc 11-12-96

ARTICLES OF INCORPORATION  
OF  
THE LAURELS NURSING CENTER CORPORATION

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56 NOV 12 PM 2:53

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE LAURELS NURSING CENTER CORPORATION

The address of the principal office of this corporation shall be Bay View, 2nd Floor, 11300 4th Street, North, Saint Petersburg, Florida 33716, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

|                            |   |
|----------------------------|---|
| Harry R. Chadwick<br>Dir.  | Bay View, 2nd Floor<br>11300 4th Street, North<br>Saint Petersburg, Florida 33716 |
| Laurel J. Chadwick<br>Dir. | Same  |

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 7, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

FILED  
96 NOV 12 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000092527

GARDNER, WILKES, SHAHEEN & CANDELORA

ATTORNEYS AT LAW

JOSHUA E. BURNETT  
RICHARD CANDELORA  
MERRITT A. GARDNER  
ANTHONY T. LEON  
MICHAEL A. PETERS  
L. JOSEPH SHAHEEN, JR.  
TED H. TAMARCO  
KEVIN J. WILCOX  
RICHARD B. WILKES

2880 SUNTRUST FINANCIAL CENTRE  
401 EAST JACKSON STREET  
TAMPA, FLORIDA 33602

TELEPHONE (813) 221-8000  
TELEFAX (813) 229-1597

MAILING ADDRESS:  
POST OFFICE BOX 1810  
TAMPA, FLORIDA 33601-1810

November 25, 1996

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-12/03/96--01130--010  
\*\*\*\*35.00 \*\*\*\*35.00

Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: The Laurels Nursing Center Corporation

Dear Sir or Madam:

Enclosed please find an original and one copy of a Change of Registered Agent and Registered Office and a corresponding Acceptance of Service as Registered Agent for the above-captioned corporation. Also enclosed is this firm's check in the amount of \$35.00, made payable to the Secretary of State, to cover the applicable filing fee.

Please file the original Change of Registered Agent, place your file stamp on the copy, and return the stamped copy to our office in the enclosed, self-addressed, postage-paid envelope.

Thank you for your assistance in this matter.

Respectfully submitted,

Merritt A. Gardner

MAG:gdh  
Enclosures

cc: Mr. James M. Chadwick  
Corporation Service Company

SH 12/6

FILED  
96 DEC -2 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE LAURELS NURSING CENTER CORPORATION  
CHANGE OF REGISTERED AGENT  
AND REGISTERED OFFICE

Pursuant to Florida Statutes § 607.0502, the above named corporation hereby requests that the following change in registered agent and registered office be made:

Name of current  
registered agent:

Corporation Information  
Services, Inc.

Address of current  
registered office:

1201 Hays Street  
Tallahassee, Florida 32301

Name of successor  
registered agent:

James M. Chadwick

Address of new  
registered office:

Bay View  
11300 4th Street North  
2nd Floor  
St. Petersburg, Florida 33716

In connection with the above changes, the corporation states that:

(i) The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

(ii) These changes were authorized by resolution duly adopted by the Board of Directors of The Laurels Nursing Center Corporation

DATED this 18<sup>th</sup> day of November, 1996.

THE LAURELS NURSING  
CENTER CORPORATION

By: 

Laurel J. Chadwick  
President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 DEC -2 PM 1:45

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JAMES M. CHADWICK  
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

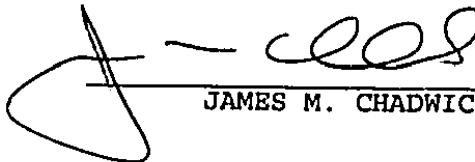
JAMES M. CHADWICK having been named as registered agent to accept service of process for the above named corporation at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

Bay View  
11300 4th Street North  
2nd Floor  
St. Petersburg, Florida 33716

The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 14 day of November, 1996.

  
\_\_\_\_\_  
JAMES M. CHADWICK