

796000101367

Dagani Realty, Inc.

HOMES · INVESTMENTS · ACREAGE

500 N. BERMUDA AVENUE
KISSIMMEE, FLORIDA 34741
BUS: 407-933-4060 • FAX: 407-933-1703

December 2, 1996

Department of State
Division of Corporation
Tallahassee, Fl

600002022856--9
-12/08/96--01102--017
***122.50 ***122.50

Sir/Madam :

I am submitting the Articles of Incorporation of
QUALICARE HOME HEALTH INC., for registration. Attached
is a check in the amount of \$ 122.50 to cover for the re-
gistration fee and its corresponding certificate of
of incorporation.

With the enclosed self addressed envelope, please
send the noted or stamped copy of the Articles of Incorpo-
ration.

Thank you.

Sincerely,

Val F. Dagani, Jr.
Val F. Dagani, Jr.

FILED
96 DEC 17 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~11/16-059118~~

See 12/17



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1996

VAL F. DAGANI, JR.
DAGANI REALTY, INC.
500 N. BERMUDA AVENUE
KISSIMMEE, FL 34741

SUBJECT: QUALICARE HOME HEALTH INC.
Ref. Number: W96000025918

We have received your document for QUALICARE HOME HEALTH INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The designation of the registered agent must be at a Florida street address.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 196A00055185

500 North Bermuda Ave.,
Kissimmee, Florida 34741
December 12, 1996

Division of Corporation
P.O. Box 6327
Tallahassee, Florida
32314

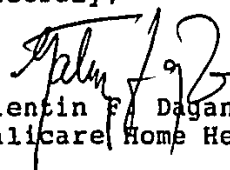
ATTN : Ms. Teresa Brown
Corporate Specialist

Dear Ms. Brown :

In responses to your letter dated December 10, 1996 in reference to the Articles of Incorporation of Qualicare Home Health Inc., I am re-submitting said Incorporation papers with pertinent correction as regards designated registered/principal office conformably with our phone conversation.

Thank you.

Sincerely,


Valentin F. Dagani, Jr.
Qualicare Home Health, Inc.

ARTICLES OF INCORPORATION
OF
QUALICARE HOME HEALTH INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers in these articles of incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: QUALICARE HOME HEALTH INC.

ARTICLE II - NATURE OF BUSINESS

The nature of the business to be transacted by this corporation are:

1. To engage in the business of providing Home Care nursing and related health services.
2. To carry on any other business in connection with the foregoing, permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any given time is 10,000 shares of common stock having a par value of Ten and no/100th Dollars (\$10.00) per share.

ARTICLE IV - SUBSCRIBED AND PAID-UP
CAPITAL

The amount of capital subscribed is 25% of the maximum capital or twenty five Thousand Dollars (\$25,000.00), 20% of which are paid-up. The following persons have subscribed for the number of shares with the corresponding subscribed and paid-up amounts set out after their respective names:

<u>Name</u>	<u>No. of Shares</u>	<u>Subscribed Amount</u>	<u>Paid-up Amount</u>
Carmelita Bamba-Dagani	875	\$8,750.00	\$1,750.00
Valentin F. Dagani, Jr.	875	8,750.00	1,750.00
Andrea Fines	375	3,750.00	750.00
Leonides Fines	375	3,750.00	750.00

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Thousand Dollars (\$5,000.00).

ARTICLE V - ADDRESS

The initial post office address of this corporation in the State of Florida is: 500 N. Bermuda Avenue, Kissimmee, FL 34741. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be changed from time to time by the by-laws adopted by the stockholders.

ARTICLE VIII - INITIAL OFFICERS
AND DIRECTORS

Valentin F. Dagani, Jr.	President & Director	2318 Indian Mound Trail Kissimmee, FL 34746
Leonides Fines	Vice Pres. & Treasurer & Director	8017 Chianti Drive Orlando, FL 32836
Carmelita Bamba-Dagani	Secretary & Director	2318 Indian Mound Trail Kissimmee, FL 34746
Andrea Fines	Director	8017 Chianti Drive Orlando, FL 32836

ARTICLE IX - SUBSCRIBERS

The subscribers to these Articles of Incorporation are the directors and officers named in Article VIII above.

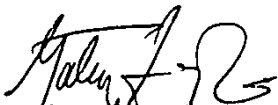
ARTICLE X - REGISTERED RESIDENT AGENT

The registered resident agent for this corporation shall be indicated on the attached Certificate and the said agent may be replaced in accordance with the by-laws.

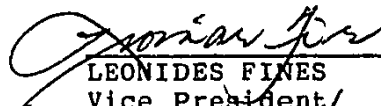
ARTICLE XI - AMENDMENTS

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 as set forth in the by-laws, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.


IN WITNESS WHEREOF, we, the undersigned, being the original subscribers of the capital stock herein named, hereunto set our hands and seals, this 25th day of NOVEMBER, 1996 A.D.



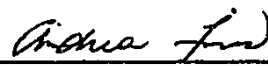
VALENTIN F. DAGANI, JR.
President/Director



LEONIDES FINES
Vice President/
Treasurer/Director



CARMELITA BAMBA-DAGANI
Secretary/Director



ANDREA FINES
Director

NOTARY STATEMENT

STATE OF FLORIDA)
) S.S.
COUNTY OF OSCEOLA)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared VALENTIN F. DAGANI, JR., CARMELITA BAMBA-DAGANI, LEONIDES FINES and ANDREA FINES, to me known to be the same persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 25th day of NOVEMBER, 1996.

Lolita B. Hahn
NOTARY PUBLIC, State of Florida

LOLITA B. HAHN
Notary Public, State of Florida
My Comm. Expires May 18, 1998
No. CC 373442
Bonded thru Official Notary Service

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

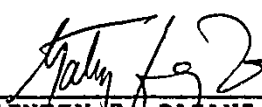
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96 DEC 17 4:08:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: QUALICARE HOME HEALTH INC., desiring to organize under the laws of the State of Florida with its registered/ principal office as indicated in the Articles of Incorporation at 500 North Bermuda Ave., Kissimmee, Florida 34741, has named Valentin F. Dagani, Jr., located at said registered office, as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT :

Having named to accept service of process for the above stated 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.



VALENTIN F. DAGANI, JR.
President, QUALICARE HOME HEALTH
INC.

DATED: November 25, 1995