

P970000 11880

6446 Central Avenue  
Saint Petersburg, Florida 33707  
January 28, 1997

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 FEB -4 AM 8:13

Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32301

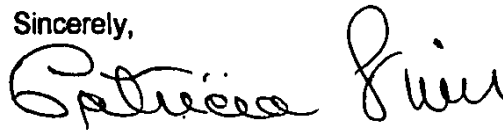
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Enclosed are the Articles of Incorporation for Omni Long-Term Care, Inc. I am also enclosing a check for \$78.75 to cover the fees for filing and for obtaining the certificate of status.

If you have any questions, please call me or Max Linn at (813) 381-7500.

Sincerely,



Patricia Linn

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**ARTICLES OF INCORPORATION  
OF  
OMNI LONG-TERM CARE, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I  
Name of Corporation**

The name of the corporation shall be:

**OMNI LONG-TERM CARE, INC.**

**ARTICLE II  
Nature of Business**

The general nature of the business to be transacted by this corporation is anything related to long-term health care or any other activities or business permitted under the laws of the United States and the State of Florida.

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**ARTICLE III  
Capital Stock**

The maximum number of shares the corporation is authorized to have outstanding at any one time is 1000 shares of One (\$1.00) Dollar par value all of which shall have the same rights and privileges.

**ARTICLE IV  
Initial Capital**

The amount of capital with which this corporation will begin business is not less than One Thousand (\$1000.00) Dollars.

**ARTICLE V  
Term of Existence**

This corporation is to exist perpetually.

**ARTICLE VI  
Principal Place of Business**

The initial street address in this state of the principal office of this corporation is: 6446 Central Avenue, Saint Petersburg, Florida 33707. The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

## **ARTICLE VII**

### **Directors**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

PATRICIA LINN  
6446 Central Avenue  
Saint Petersburg, Florida 33707

## **ARTICLE VIII**

### **Subscribers**

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

PATRICIA LINN  
6446 Central Avenue  
Saint Petersburg, Florida 33707

## **ARTICLE IX**

### **Designation of Registered Agent**

The initial designation of the Registered Office of this corporation shall be 6446 Central Avenue, Saint Petersburg, Florida 33707, and the Registered Agent shall be PATRICIA LINN, who shall accept service of process within this State until changed according to law.

## **ARTICLE X**

### **Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

## **ARTICLE XI**

### **Commencement of Corporate Existence**

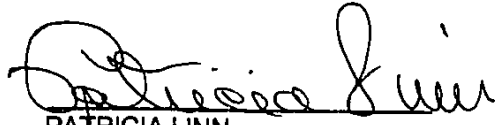
The date that corporation existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

## **ARTICLE XII**

### **Pre-Emptive Rights**

The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

IN WITNESS WHEREOF, the incorporator above named, has hereunto set her hand and seal this 28th day of January 1997.


  
PATRICIA LINN

STATE OF FLORIDA

~~COUNTRY OF HILLSBOROUGH~~ COUNTY OF PINELLAS

THE FOREGOING was acknowledged and sworn to before me this 28th day of January 1997 by Patricia Linn of Omni Long-Term Care, Inc.

Type of Identification produced: N/A - Personally Known

  
Notary Public



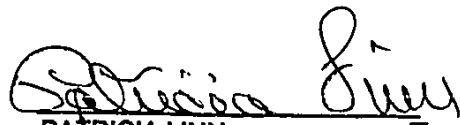
Linda A. Smith  
MY COMMISSION # 06570708 EXPIRES  
September 29, 2000  
BONDED THRU TROY FARM INSURANCE, INC.

My Commission Expires 9-29-2000

**ACCEPTANCE OF REGISTERED AGENT**

PATRICIA LINN does hereby accept the designation of Registered Agent and states that she is familiar with, and accepts, the obligations provided for in 607.0501, Florida Statutes.

DATED this 28th day of January 1997.

  
PATRICIA LINN

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