

P97000014247



ACCOUNT NO. : 072100000032

REFERENCE : 258997 7112147

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 13, 1997

ORDER TIME : 9:20 AM

ORDER NO. : 258997-005

CUSTOMER NO: 7112147

CUSTOMER: Ms. Holly J. Fortnash
SIDNEY Z. BRODIE, ESQ.

Suite 105-b
150 South Pine Island Road
Plantation, FL 33324

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-02/13/97--01047--009
****122.50 ****122.50

DOMESTIC FILING

NAME: N.M.H.C., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 FEB 13 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
97 FEB 13 AM 10:38

162
2-13-97

ARTICLE OF CORPORATION

OF

N.M.H.C., INC.

ARTICLE I - NAME

The name of this corporation is

**N.M.H.C., INC.
150 S. PINE ISLAND ROAD, STE. 105-B
PLANTATION, FLORIDA 33324**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this Corporation shall be any and all activities permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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97 FEB 13 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

FLORIDA 33324 and the name of the initial registered agent of this corporation at that address is Lee D. Glassman, Esquire.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

JANICE GARVEY	1325 NW 126 Avenue, Sunrise, Florida 33323
CHRISTMAS BACCARI	5770 NW 74 Place, # 101, Coconut Creek, Florida 33073

ARTICLE IX - INCORPORATOR

The name and address of the person signing theses articles is: Lee D. Glassman, Esquire, 150 S. Pine Island Road, Suite 105-B, Plantation, Florida 33324.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount opposite their name:

JANICE GARVEY	550
CHRISTMAS BACCARI	450

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than (\$1,000.00) ONE THOUSAND DOLLARS.

ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - POWERS

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

ARTICLE XV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation must be residents of the State of Florida.

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - INITIAL DIRECTORS

The name and street address of the member of the first Board of Director is:

JANICE GARVEY 1325 NW 126 Avenue, Sunrise, Florida 33323

CHRISTMAS BACCARI 5770 NW 74 Place, # 101, Coconut Creek, Florida
33073

ARTICLE XVII - REMOVAL OF DIRECTORS

the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XIX - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote all of the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

ARTICLE XX - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XXI - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the articles of incorporation.

ARTICLE XXII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XXIII - SUB-CHAPTER "S" AND 1244 STOCK

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Code, Section 1372 (a) and to be treated as a "Small Business Corporation" and the

provisions contained in these Articles of Incorporation, or any amendment hereto, an any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these articles of incorporation, this 12th day of February, 1997.

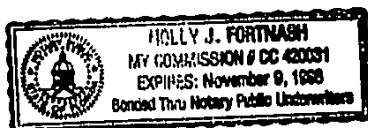

LEE D. GLASSMAN, ESQ.
INCORPORATOR AND SUBSCRIBER

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 12TH day of February, 1997, by LEE D. GLASSMAN, ESQUIRE who is personally known to me, who executed the foregoing Article of Incorporation and who acknowledged before me that he executed those Article of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12TH day of February, 1997.


NAME: HOLLY J. FORTNASH
NOTARY PUBLIC-STATE OF FLORIDA
MY COMMISSIONS EXPIRES:



97 FEB 13 PM 1:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING OFFICERS UPON WHOM PROCESS MAY BE
SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND
DIRECTORS**

The following is submitted, in compliance with Chapter 48.091 Florida Statutes: N.M.H.C., Inc., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 150 South Pine Island Road, Suite 105-B, Plantation, Florida 33324, has named Lee D. Glassman, Esquire located at 150 S. Pine Island Road, Suite 105-B, Florida 33324 as its agent to accept service of process within this state.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
JANICE GARVEY	PRESIDENT/ SECRETARY	1325 NW 126 Avenue, Sunrise, Florida 33323
CHRISTMAS BACCARI	VICE PRESIDENT/ Treasurer	5770 NW 74 Place, # 101, Coconut Creek, Florida 33073

DIRECTORS

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
JANICE GARVEY	SAME AS ABOVE
CHRISTMAS BACCARI	SAME AS ABOVE

ACCEPTANCE: