

P91000043152

HOME CARE SPECIALTIES, INC.  
936 Sandywood Drive  
Brandon, Florida 33511

April 30, 1997

8:10:00Z 16 JUN 1997  
+122.50 +122.50

State of Florida  
Secretary of State  
Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

Gentlemen:

Kindly find enclosed one original and one copy of the Articles of  
Incorporation, plus a resident agent letter for:

*and BUSINESS*  
HOME CARE SPECIALTIES, INC.

Also enclosed is my check in the amount of \$ 122.50 to cover the  
filing fees.

Please mail charter and papers to:

Mark A. Smith  
936 Sandywood Drive  
Brandon, Florida 33511

Should you have any questions regarding the above, please call  
me at 813-653-4054.

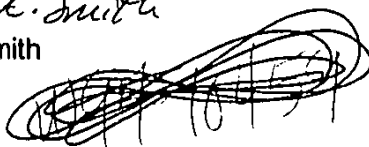
Thanking you in advance for all your help.

Sincerely,

*Mark A. Smith*

Mark A. Smith

Enclosure



⑩

Joe 5/15

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 15 AM 11:34



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 7, 1997

MARK A. SMITH  
HOME CARE SPECIALTIES, INC.  
936 SANDYWOOD DRIVE  
BRANDON, FL 33511

SUBJECT: HOME CARE SPECIALTIES, INC.  
Ref. Number: W97000010459

We have received your document for HOME CARE SPECIALTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 497A00024055

HOME AND BUSINESS CARE SPECIALTIES, INC.  
936 Sandywood Drive  
Brandon, Florida 33511

April 30, 1997

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Secretary of State  
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Post Office Box 6327  
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Mark A. Smith

Enclosure

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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CERTIFICATE OF INCORPORATION  
OF  
HOME AND BUSINESS CARE SPECIALTIES, INC.

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**ARTICLE I - NAME**

The name of this corporation shall be

HOME AND BUSINESS CARE SPECIALTIES, INC.

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity or business permitted  
under the laws of the United States of this State.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation shall  
be authorized to have outstanding at any time shall be 500 shares of  
common stock of the par value of \$ 1.00 per share, upon which there  
is no preemptive rights except to the extent specified by the By-Laws.

The common stock shall be paid for at such time as the Board of  
Directors may designate, in cash, real or personal property, service,  
patents, leases or any other valuable right or thing, for the users and  
purposes of the corporation, and all shares of capital, when issued in

exchange therefore, shall thereupon and thereby become and be paid in full the same as though paid for in cash at par, and shall be nonassessable forever and the judgement of the Board of Directors as to the value of any property, right or thing acquired in exchange for capital stock shall be conclusive.

#### **ARTICLE IV - INITIAL CAPITAL**

This corporation will begin with Five Hundred Dollars (\$500.00).

#### **ARTICLE V - TERM OF EXISTENCE**

The principal office of this corporation shall be located at 936 Sandywood Drive, Brandon, Florida 33511. The Board of Directors may, from time to time, move the principal office to any other addresses and may establish branch offices and other places of business as may be deemed expedient.

#### **ARTICLE VI - BOARD OF DIRECTORS**

The business of this corporation shall be conducted by its Board of Directors. This corporation shall have a minimum of one director and not more than five directors.

Each officer and director shall hold office until his successor shall be elected and qualified; provided, however, that a majority of the stockholders at either a regular or special meeting may remove any officer or director with or without cause. The duties and powers and function of the officers and Board of Directors shall be as usually devolve upon such officers and directors, unless otherwise provided by the By-Laws.

#### **ARTICLE VII - ORIGINAL DIRECTORS**

The names and addresses of the Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark A. Smith	936 Sandywood Drive, Brandon, Florida 33511

#### **ARTICLE VIII - SUBSCRIBERS**

The name and address of the subscribers to the Certificate of Incorporation and a statement of their number of shares of stock which they agree to take is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
Mark A. Smith	936 Sandywood Drive Brandon, Florida 33511	260

#### **ARTICLE IX**

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 by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE X**

The following special provisions, power, privileges and limitations shall be applicable to and govern this corporation:

No contract or other transaction between this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such

firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any directors of this corporation who are also directors or officers of such corporation, or who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer or such other corporation and not so interested.

I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business, both within and without the State of Florida, and in pursuance to the General Law of the State of Florida, being Chapter 608 F.S.A., and the Acts mandatory thereto and supplemental thereof, do make and file this Certificate of Incorporation, hereby declaring and certifying that the facts set opposite my name and accordingly have hereunto set my hand and seal this 12<sup>th</sup> day of May, 1997.

 (SEAL)  
MARK A. SMITH



STATE OF FLORIDA

)

SS:

COUNTY OF HILLSBOROUGH )

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized to take acknowledgements in the State and County named above, personally appeared MARK A. SMITH, to me known and known to me to be that person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 12<sup>th</sup> day of May, 1997.

*Mary Lynn Smith*

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:

OFFICIAL NOTARY SEAL MARY LYNN SMITH NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC279999 MY COMMISSION EXP. MAY 23, 1997
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 15 AM 11:34

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

That HOME AND BUSINESS CARE SPECIALTIES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Tampa, County of Hillsborough, State of Florida, has named MARK A. SMITH located at 936 Sandwood Drive, Brandon, Florida 33511, County of Hillsborough, State of Florida, as its agent to accept service of process within the state.

Having been named to accept service of process for the above state corporation, at 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.

By Mark A. Smith  
MARK A. SMITH

Resident Agent