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FILED  
97 JUN 12 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 10, 1997

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Florida Geriatric Resources, Inc.

100002209951--8  
-06/12/97--01018--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation of Florida Geriatric Resources, Inc. and our check for \$70. Also enclosed is a copy of the name reservation certificate.

Please file the Articles of Incorporation, issue a Certificate of Incorporation, take other actions as required by law to effect the incorporation, and return the Certificate of Incorporation to us.

Very truly yours,

ALEXANDER & VANN, LLP

By: David E. Wilder  
David E. Wilder

DEW/jk  
Enclosures

9N 6-13-97



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

May 27, 1997

DAVID E. WILDER  
ALEXANDER & VANN, LLP  
P O BOX 1479  
THOMASVILLE, GA 31799-1479

The name FLORIDA GERIATRIC RESOURCES, INC. has been reserved for 120 days beginning May 27, 1997. The reservation number is R97000002576 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Marie Bartlett

Letter number: 297A00028575

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA GERIATRIC RESOURCES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be: FLORIDA GERIATRIC RESOURCES, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be: 906 Elmo Street, Americus, Georgia 31709.

**ARTICLE III**

**CAPITAL STOCK**

The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of capital stock, all of which shall be designated "common stock," with no par value. The shares of common stock shall have unlimited voting rights and shall be entitled to receive all of the net assets of the Corporation upon liquidation or dissolution.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

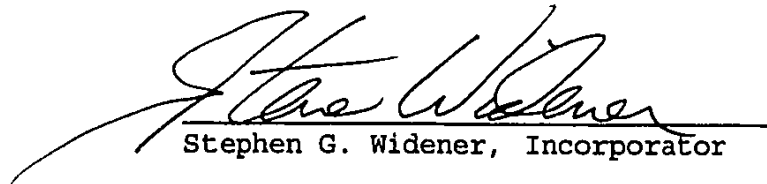
The name and address of the initial registered agent is: Joyce Lowery, 1811 Tamiami Drive, Tallahassee, Florida 32301.

**ARTICLE V**

**INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is: Stephen G. Widener, 214 Ridgecrest Drive, Thomasville, Georgia 31792.

The undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of June, 1997.

  
Stephen G. Widener, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

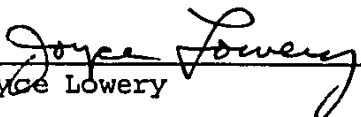
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FLORIDA GERIATRIC RESOURCES, INC.

2. The name and address of the registered agent and office is: is: Joyce Lowery, 1811 Tamiami Drive, Tallahassee, Florida 32301.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Joyce Lowery

Date: June 7, 1997