

P97000072181

July 16, 1997

Department of State
Division of Corporations
409 E. Gains St
Tallahassee, FL 32399

EFFECTIVE DATE
8-18-97

SUBJECT: Southern Home Care, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and money order in the amount of \$70.00.

We do not wish the additional copy of the articles to be certified, however we do desire it to be date stamped with the effective or filing date and returned.

FROM: B. Kirkpatrick
421 N. Center St
Eustis, FL 32726
(352)589-2440

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*****70.00 *****70.00

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
97 AUG 20 PM 1:21

RP
8-13-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1997

B. KIRKPATRICK
421 N. CENTER ST.
EUSTIS, FL 32726

SUBJECT: SOUTHERN HOME CARE, INC.
Ref. Number: W97000018644

We have received your document for SOUTHERN HOME CARE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The signature of the registered agent must be original.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 797A00040923

ARTICLES OF INCORPORATION
OF
SOUTHERN HOME CARE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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The undersigned incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a corporation under the Florida Business Corporation Act, hereby adopt the following Articles Of Incorporation.

ARTICLE I

EFFECTIVE DATE

8-18-97

The name of the corporation shall be: Southern Home Care, Inc.

ARTICLE II-PRINCIPLE OFFICE

421 N CENTER ST
EUSTIS, FL 32726

ARTICLE III- CAPITAL STOCK

A. The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 300 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this corporation is 421 N. Center ST, Eustis, FL 32726 and the name of this initial registered agent of this corporation at that address is B. Kirkpatrick.

ARTICLE V - INCORPORATION

The name and street address of the incorporator signing these article is:

NAME:
B. Kirkpatrick

ADDRESS:
421 N Center St
Eustis, FL 32736

ARTICLE VI - BUSINESS AND ACTIVITIES

This corporation may, and is authorized to, engage in any of the following activities:

A. OWN AND TRANSFER REAL AND PERSONAL PROPERTY:

Purchase, receive, own, hold, improve, and use real or personal property, or any interest in real or personal property wherever situated, and sell, convey, lease, exchange, transfer, mortgage, or pledge, any of corporation's real property and other assets, or any interest in corporation's real property and other assets.

D. ACQUIRE ONGOING BUSINESSES:

Acquire by purchase, exchange or otherwise, all or any part of, of any interest in, the properties, assets, business and good will of any one or more persons, firms, associations, or corporations heretofore or here after engage in any business for which a corporation may now or hereafter be organized under the laws of the State of Florida; pay for the same in cash, property or corporation's own or other securities; hold, operate, reorganize, liquidate, sell or in any other manner dispose of the whole or any part thereof; and in connection therewith, assume or guarantee performance of any liabilities, obligations or contracts of such persons, firms, associations or corporations, and to conduct the whole or any part of any business thus acquired.

E. BORROW MONEY AND ISSUE INSTRUMENTS OF INDEBTEDNESS:

Borrow money without limit as to amount at such rates of interest as corporation may determine; from time to time issue and sell corporation's notes, bonds, debentures, and other obligations, in amounts, and on terms and conditions, for purposes and for prices, now or hereafter permitted by the laws of the State of Florida and by this Certificate of Incorporation, as the board of directors of corporation may determine; and to secure any of its obligations by mortgage, pledge, or other encumbrance of all or any of its property, franchises and income.

F. ISSUE NEGOTIABLE INSTRUMENTS:

Draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable, or transferable instruments and evidence of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise so far as may be permitted by the laws of the State of Florida.

G. CONDUCT BUSINESS ANYWHERE IN WORLD:

Promote and exercise all or any part of the corporation's purposes and powers in any and all parts of the world, and conduct corporation's business in all or any branches as principal, agent, broker, factor, contractor, and in any other lawful capacity, either alone or through or in conjunction with any corporations, associations, partnerships, firms, trustees, syndicates, individuals, organizations, and other entities in any part of the world, and, in conducting corporation's business and promoting any of its purposes, maintain offices, branches, and agencies in any part of the world, make and perform any contracts and do any acts and things, and carry on any business, and exercise any powers and privileges suitable, convenient, or proper for the conduct, promotion, and attainment of any of the business and purposes herein specified or which at any time may appear conducive to or expedient for the accomplishment of any such business and purposes and which might be engaged in or carried on by a corporation incorporated or organized under the State of Florida upon corporations incorporated or organized under the laws of the state.

H. ENUMERATION OF PURPOSE AND POWERS NOT LIMITING:

The provisions of this article shall be construed both as purposes and powers and each as in independent purpose and power. The enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of corporation, and the purposes and powers specified, except when otherwise provided in this article, shall not be limited or restricted by reference to, or interference from, the terms of any provision of this or any other article of this certificate of incorporation; provided that corporation shall not conduct any business, promote any purpose, or exercise any power or privilege within or without the State of Florida which, under its laws, corporation may not lawfully conduct, promote or exercise.

ARTICLE VII - TERM OF EXISTENCE

The effective date upon which this corporation shall come into existence is August 18, 1997 and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VII - INITIAL DIRECTOR AND ORGANIZATIONAL MEETING

A. Initially, this corporation shall have one director, B. Kirkpatrick, whose address is 421 N Center St, Eustis, FL 32726, who shall hold the organizational meeting of this corporation.

B. Nothing in these articles shall be construed to preclude the stockholder from serving the corporation in any other capacity or receiving compensation therefor.

ARTICLE IX - LOST OR DESTROYED CERTIFICATES:

Stock certificates to replace lost or destroyed certificates shall be issued on such basis according to such procedures as are from time to time provided for in the bylaws of this corporation.

ARTICLE X - AMENDMENT TO ARTICLES

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by shareholders and approved at a shareholders meeting by holders of majority of the stock issued and entitled to be voted, unless all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

The undersigned has executed these Articles of Incorporation this 18th day of August, 1997.


B. Kirkpatrick Incorporator

Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501, 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

Southern Home Care, Inc.

2. The name and address of the registered agent and office is:

B. Kirkpatrick

(name)

421 N Center St

(P.O. Box not acceptable)

Eustis, FL 32726

(city/state/zip)

FILED
SECRETARY OF STATE
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Southern Home Care
By: B. Kirkpatrick Incorporator
Date: August 18, 1997

Having been named as registered agent and to accept the 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 a registered agent.

By: B. Kirkpatrick
B. Kirkpatrick

Date: August 18, 1997