

P97000078449  
Woodward, Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

CRAIG R. WOOL  
MARK J. WOODY  
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J. CHRISTOPHER I  
STEVEN V. BLOUNT  
RUSSELL M. LAZEGA  
JOHN A. GARNER  
BURT L. SAUNDERS  
OF COUNSEL  
(BOARD CERTIFIED REAL ESTATE ATTORNEY)

September 8, 1997

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

700002288467--3  
-09/09/97--01057--006  
\*\*\*122.50 \*\*\*122.50

Re: Foam Masters, Inc.

Dear Sir or Madame:

Enclosed you will find one original and one photocopy of Articles of Incorporation for Foam Masters, Inc. Please note that Article II contains an effective date of September 5, 1997.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is a check in the amount of \$122.50 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

*John A. Garner*  
John A. Garner

EFFECTIVE DATE  
9-5-97

FILED  
97 SEP -9 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SEP 10 [Signature]

JAG/js  
Enclosures as noted

PLEASE RESPOND TO:

X 606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402  
□ PELICAN BAY 801 LAUREL OAK DR., SUITE 640, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161

**FILED**

97 SEP -9 PM 4: 00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
Foam Masters, Inc.**

**EFFECTIVE DATE**  
9-5-97

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation is: FOAM MASTERS, INC.

**ARTICLE II  
EFFECTIVE DATE**

These Articles of Incorporation shall be effective as of September 5, 1997.

**ARTICLE III  
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 common shares with a par value of \$1.00 each. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE IV  
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
John A. Garner	Suite 500 606 Bald Eagle Drive Marco Island, Florida 34145


**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is: Suite 500, 606 Bald Eagle Drive, Marco Island, Florida 34145 and the name of the initial registered agent of this Corporation at that address is: John A. Garner.

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The address of the principal office of this Corporation shall be 1150 #10 Power Street, Naples, Florida 34104.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on September 8, 1997.

  
\_\_\_\_\_  
John A. Garner, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FOAM MASTERS, INC. desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business located at 1150 #10 Power Street, Naples, Florida  
34104, has named John A. Garner, located at Suite 500, 606 Bald Eagle Drive, Marco Island,  
Florida 34145, as its agent to accept service of process within Florida.

Dated: Sept. 8, 1997

John A. Garner  
John A. Garner, Incorporator

97 SEP -9 PM 4:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the  
place designated in this Certificate, John A. Garner hereby agrees to comply with the provisions  
of all statutes relative to the proper and complete performance of its duties.

Dated: Sept. 8, 1997

John A. Garner  
John A. Garner

*Swann, Hadley & Alvarez, P.A.*  
*Attorneys and Counselors at Law*

P.O. BOX 1981  
WINTER PARK FLORIDA 32790-1981  
TELEPHONE (407) 647-2777  
FAX (407) 647-2157

Pervie R. Swann (1895 - 1984)

P. Raul Alvarez, Jr.  
Stuart P. Buchanan  
Ralph V. Hadley, III  
Jeffrey P. Milhausen  
Richard R. Swann

PP97000017111  
February 1997

REGISTERED STATES  
DIVISION OF CORPORATIONS  
91 FEB 24 PM 12:55

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

300002086793--0  
-02/13/97--01042-012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: CHILDREN'S HOME MEDICAL EQUIPMENT, INC.

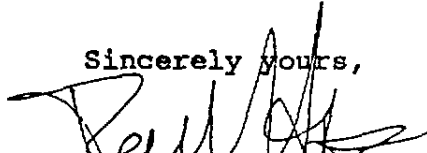
Dear Sir/Madam:

I enclose the following:

1. Executed original and 1-copy of Articles of Incorporation including Acceptance of Registered Agent Designated in Articles; and
2. Our firm's check in the amount of \$70 in payment of:
  - a) Profit corporation filing fee \$35.00
  - b) Registered Agent designation 35.00

Please file the enclosed Articles and return a stamped copy to this office.

Sincerely yours,

  
RALPH V. HADLEY, III

RVH, III/ja

Encs.

5/24  
W97-3863



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 18, 1997

RALPH V. HADLEY, III, ESQ.  
P.O. BOX 1961  
WINTER PARK, FL 32790-1961

SUBJECT: CHILDREN'S HOME MEDICAL EQUIPMENT, INC.  
Ref. Number: W97000003863

We have received your document for CHILDREN'S HOME MEDICAL EQUIPMENT, 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 person designated as ~~registered agent~~ in the document and the person signing as registered agent must be the same.

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) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 997A00008489

*Re-Mailed  
2/20/97*

ARTICLES OF INCORPORATION  
OF  
CHILDREN'S HOME MEDICAL EQUIPMENT, INC.

FILED  
STATE  
DIVISION OF CORPORATIONS  
97 FEB 24 PM 12:56

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHILDREN'S HOME MEDICAL EQUIPMENT, INC.

The address of the principal office of this corporation shall be 917 North Pennsylvania Avenue, Winter Park, Florida 32789, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 917 North Pennsylvania Avenue, Winter Park, Florida 32789, and the name of the initial registered agent of the corporation at that address is Ralph V. Hadley, III.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:  
Maria Schiavi.

ARTICLE VII. SPECIAL PROVISION

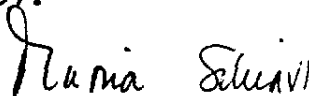
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Maria Schiavi

IN WITNESS WHEREOF, the undersigned being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has herunto set her hand and seal this 5<sup>th</sup> day of February, 1997.

  
\_\_\_\_\_  
MARIA SCHIAVI



STATE OF FLORIDA  
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 5<sup>th</sup> day of February,  
1997, by MARIA SCHIAVI, who is personally known to me.



LINDA GUNTER POPE  
My Comm Exp. 02/12/2000  
Bonded F / Service Ints  
No. CC531797  
Personally Known 11 Other I.D.

NOTARY PUBLIC

(Sign) Linda Gunter Pope  
(Print) Linda Gunter Pope  
STATE OF FLORIDA AT LARGE (SEAL)  
MY COMMISSION EXPIRES: 2/12/2000  
COMMISSION NO. CC531797

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Ralph V. Hadley, III, having a business office identical with  
the registered office of the corporation named above, and having  
been designated as the Registered Agent in the above and foregoing  
Articles, is familiar with and accepts the obligations of the  
position of Registered Agent under §607.0505, Florida Statutes.

Ralph V. Hadley, III

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 24 PM 12:56