

P98000017623

Feb 23 1998
Date

ROGER ROSENWALD
Your Name & Address
PO BOX 510477
PUNTA GORDA, FL 33951-0477
(941) 639-1737 (Message Machine)
(941) 624-5204 (try first)

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

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-02/23/98--01053--012
*****70.00 *****70.00


Dear Sir/Madam:

Enclosed please find:

1. Articles of Incorporation for FL LTCare (sm) Advisors, Inc.
Corporation Name
2. Certificate of Designation, Registered Agent/Registered Office, and
3. A check for \$70 to cover the filing fee and registered agent designation.

I would appreciate your filing the Articles of Incorporation for the above corporation. Thank you very much.

Sincerely yours,


ROGER W ROSENWALD

FILED
98 FEB 23 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

clld. to verify how name shld appear.

2/24/98 - um.

ARTICLES OF INCORPORATION

OF

FL LTCare(sm) Advisors, Inc.

FILED
98 FEB 23 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: *FL LTCare(sm) Advisors, Inc.*

The principal place of business of this corporation shall be: *975 Coronado Drive
Punta Gorda FL 33950*

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 shares common stock with a par value of \$0.10 each

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

*Initial sole director, president, treasurer, and
Secretary: ROGER ROSENWALD
975 CORONADO DRIVE
PUNTA GORDA FL 33950*

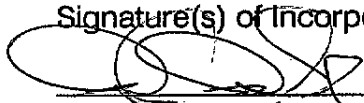
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

ROGER ROSENWALD
975 CORONADO DRIVE
PUNTA GORDA, FL 33950

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 21 day of February, 1998

Signature(s) of Incorporator(s)


ROGER ROSENWALD

STATE OF FLORIDA

COUNTY OF CHARLOTTE

THE FOREGOING instrument was acknowledged and sworn to before me this 21 day of Feb, 1998, by ROGER ROSENWALD


(Name of incorporator)

of FL LTCare(sm) Advisors, Inc., who is well-

(Name of Corporation)

known to me.

Notary Public



My Commission Expires: _____

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35



CAROL WELLER
Comm. No. CC 443452
My Comm. Exp. Mar. 6, 1999
Bonded thru Pichard Ins. Agcy.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: FL LTCare(sm) Advisors, Inc.

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

ROGER ROSENWALD

(P.O. BOX NOT ACCEPTABLE)

975 CORONADO DRIVE, PUNTA GORDA FL 33956

(CITY/STATE/ZIP)

SIGNATURE 

(corporate officer)

TITLE PRESIDENT

DATE 2-21-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 23 AM 10:18

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

ROGER ROSENWALD

DATE 2-21-98

REGISTERED AGENT FILING FEE: \$35