

P98000037512

Stewart PARSONS

Requestor's Name

P.O. Box 752

Address

Chattahoochee DL 663-8356

City/State/Zip

Phone #

FILED

98 APR 24 PM 4:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Professional Healthcare Associates Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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APR 24 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION
OF

PROFESSIONAL HEALTH CARE ASSOCIATES, INC.

The undersigned subscriber to the Articles of Incorporation of PROFESSIONAL HEALTH CARE ASSOCIATES, INC., a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is PROFESSIONAL HEALTH CARE ASSOCIATES, INC.

ARTICLE II.

NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

(a) To own and operate day care and residential facilities to serve adult and geriatric clients.

(b) To own and operate out-patient clinics which provide various medical services.

(c) To acquire by purchase, lease or other wise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(d) To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate the same.

(g) To carry on any or all of it's operations and businesses and to promote it's objects within the State of Florida or elsewhere, without restrictions as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(h) To engage in any and all lawful businesses, trades, occupations and professions.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One

Thousand (1000) shares of common stock, each share having a par value of Five (\$100.00) Dollars.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV.

INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is Six Thousand (\$6,000.00) Dollars.

ARTICLE V.

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI.

ADDRESS & REGISTERED AGENT

The initial street address of the principal office of the corporation is to be at 773 McMillan Road, Chattahoochee, Florida 32324. The initial registered agent for the corporation is designated as Dyron Williams, 773 McMillan Road, Chattahoochee, Florida 32324. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation, and may designate such other person to serve as registered agent, as it may see fit.

ARTICLE VII.

DIRECTORS

The corporation shall have six directors initially. The number of directors may be increased or diminished from time to time by the By-laws.

ARTICLE VIII.

INITIAL DIRECTORS

The name and street address of the first Directors who shall hold office until their successors are elected and have qualified are as follows:

<u>Name</u>	<u>Address</u>
ROWENA COLSTON	P. O. Box 456 Midway, FL 32343
CHRISTINE BETHEA	Rt. 1, Box 3128 Havana, FL 32333
SHILDA PEOPLES	P. O. Box 193 Quincy, FL 32353
DYRON WILLIAMS	P. O. Box 609 Chattahoochee, FL 32324
BRENDA BRYANT	907 Hastie Road Tallahassee, FL 32301
JESSIE FURLOW	Rt. 6, Box 420-H Quincy, FL 32351

ARTICLE IX.

SUBSCRIBERS

The names and street addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>COST</u>
ROWENA COLSTON		10	\$1000.00
CHRISTINE BETHEA		10	\$1000.00
SHILDA PEOPLES		10	\$1000.00
DYRON WILLIAMS		10	\$1000.00
BRENDA BRYANT		10	\$1000.00
JESSIE FURLOW		10	\$1000.00

ARTICLE X.

EFFECTIVE DATE

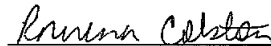
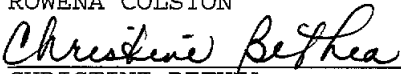
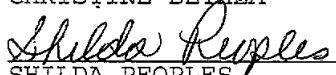


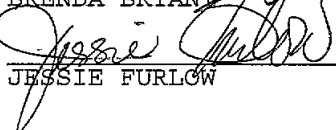
The Articles of Incorporation shall be effective immediately upon being filed with the Department of State.

ARTICLE XI.

AMENDMENTS

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 the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15th day of April, 1998.


ROWENA COLSTON

CHRISTINE BETHEA

SHILDA PEOPLES

DYRION WILLIAMS

BRENDA BRYANT

JESSIE FURLOW

STATE OF FLORIDA
COUNTY OF GADSDEN

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared ROWENA COLSTON, CHRISTINE BETHEA, SHILDA PEOPLES, DYRON WILLIAMS, BRENDA BRYANT and JESSIE FURLOW, to me known to be the person named as the Subscriber in and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same.

WITNESS MY HAND and official seal this 15th day of April, 1998.


NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

I hereby certify that I am a permanent resident of Gadsden County, Florida, residing at 773 McMillan Road, Chattahoochee, Florida 32324, and that my business address is P.O. Box 609, Chattahoochee, Florida 32324, and do hereby accept the designation of registered agent for the above corporation.


DYRON WILLIAMS

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TALLAHASSEE, FLORIDA