

5

P98000037671

Charter Number Only

4/23/98 Lin

Michael striar
Requestor's Name
3864 Sheridan street
Address
Hollywood FL 33021
City State ZIP Phone

954/966-0003

VALIDATION ONLY

FILED
98 APR 27 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500002500695--3
-04/27/98--01023--002
****122.50 ****122.50

CORPORATION(S) NAME

All AT Home Care, Inc.

RECEIVED
98 APR 27 AM 9:53
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

Name	
Availability	
Document Examiner	K. Rolfe
Updater	APR 27 1998
Verifier	
Acknowledgment	
W.P. Verifier	

Certified Copy



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
ALL AT HOME CARE, INC.

FILED
98 APR 27 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is ALL AT HOME CARE, INC.

ARTICLE II - DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be on the date of filing these Articles of Incorporation with the Secretary of State.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of providing at home nursing care and any other lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of stock which the corporation is authorized to have outstanding is 1,000 shares of common stock of no par value. Holders of common stock are entitled to vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The initial principal office of this corporation in the State of Florida is 3864 Sheridan Street, Hollywood, Florida. The name and street address of the initial registered agent of the

registered agent of the corporation in the State of Florida are Michael P. Striar, Esquire, 3864 Sheridan Street, Hollywood, Florida 33021.

ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the By-laws of the corporation.

The name and street address of the initial directors of this corporation are: Fred Mendelson, 3907 Flamewood Lane, Hollywood, Florida 33021.

ARTICLE VII - INITIAL OFFICERS OF CORPORATION

The corporation shall have the following officers:

President/Secretary: Fred Mendelson

The number of officers may be increased or decreased from time to time by amendment to, or in the manner provided in the By-laws of the corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Fred Mendelson, 3907 Flamewood Lane, Hollywood, Florida 33021.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the

corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of April, 1998.

Fred Mendelson
FRED MENDELSON, Incorporator

STATE OF FLORIDA

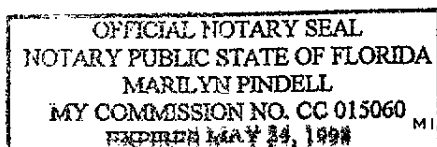
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FRED MENDELSON, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation and he is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 23 day of April, 1998.

Marilyn Pindell
Notary Public, State of Florida

My commission expires:



CERTIFICATE OF RESIDENT AGENT

OF

ALL AT HOME CARE, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That ALL AT HOME CARE, INC., desiring to organize under the laws of the State of Florida with its principal office at 3864 Sheridan Street, Hollywood, Florida 33021, has named Michael P. Striar, Esquire, located at 3864 Sheridan Street, Hollywood, Florida 33021, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been made to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 23 day of April, 1998.


MICHAEL P. STRIAR, Resident Agent

FILED
98 APR 27 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA