

# Lye & Lye Associates, Inc.

GEORGE LYE  
7096 Taft Street  
Hollywood, Florida 33024

ACCOUNTANTS  
"Income Tax & Small Business Center"

LOLA LYE  
(305) 963-2567  
(305) 731-5556



P98000047280

Secretary of State  
Attention: Ms. Loria Yvonne Poole  
Division of Corporations  
State of Florida  
Tallahassee, Fl. 32304

Re: Emmanuel Cares Corporation

Dear Madam:

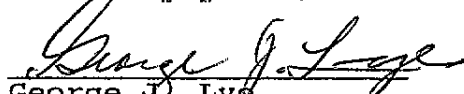
Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for Emmanuel Cares Corporation, and our check in the amount of \$122.50 for the following:

|                  |                  |
|------------------|------------------|
| Filing Fee       | \$ 35.00         |
| Registered Agent | 35.00            |
| Certified Copy   | 52.50            |
| Charter Tax      |                  |
| Other            |                  |
| Total Charges    | \$ <u>122.50</u> |

FILED  
98 MAY 27 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

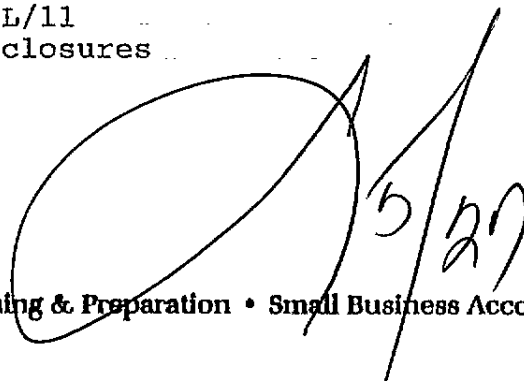
If the above name is not available, please call me by telephone for another name. Thank you kindly for your assistance in this matter.

Sincerely yours,

  
George J. Lye  
Accountant

800002537338--4  
-05/27/98-01094-004  
\*\*\*\*122.50 \*\*\*\*122.50

GJL/11  
Enclosures



FILED

98 MAY 27 PM 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

EMMANUEL CARES CORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate to form a corporation under the laws of the State of Florida and hereby does adopt the following Articles of Incorporation:

### ARTICLE ONE

The name of this Corporation is:

EMMANUEL CARES CORPORATION

### ARTICLE TWO NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of

Provision of health care and consulting and training services.

lease, rent or otherwise acquire suitable property, and to buy and sell any and all commodities in connection with such operation. To establish franchises or subsidiaries or otherwise expand this business, as may seem fit by the Directors.

This Corporation is organized for the purpose of carrying on and conducting any business or businesses and every act of deed pertaining thereto, either directly or indirectly, which can lawfully be done under the laws of the State of Florida, and to such engage in and carry on said business or businesses in Florida or in any other State of the United States of America.

### ARTICLE THREE CAPITAL STOCK

The maximum number of shares of this corporation shall be Five Hundred (500) shares, said shares having a par value of One Dollar (\$1.00) each; and to be fully paid and non-assessable; all of which shall be common stock; and the same shall be issued and sold for such consideration as may be fixed by the Board of

Directors hereof. Said shares of stock shall be issued, sold, or transferred only in accordance with the by-laws of the corporation as the corporation may, from time to time, make, and all of said shares of stock shall be paid for either in cash, property, labor or services, it being recognized that property, labor or services may be purchased or paid for with the capital stock of the corporation at a just valuation.

ARTICLE FOUR  
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than:

Five Hundred Dollars (\$500.00)

ARTICLE FIVE  
TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE SIX  
ADDRESS

The initial post office address of the principal office of this Corporation in the State of Florida is:

6529 Boulevard of Champions  
North Lauderdale, FL 33068

ARTICLE SEVEN  
DIRECTORS

This Corporation shall have 1 (One) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE EIGHT  
INITIAL DIRECTORS

The names and post office addresses of the first Board of Directors are:

Joanna A. Dunk  
6529 Boulevard of Champions  
North Lauderdale, FL 33068

ARTICLE NINE  
SERVICE OF PROCESS

The following person has been named by this Corporation to accept service of process within the State of Florida:

Joanna A. Dunk

ARTICLE TEN  
INITIAL OFFICERS

The name and address of the initial officers of this corporation is:

| <u>NAME</u>    | <u>OFFICE</u>                     | <u>ADDRESS</u>                                    |
|----------------|-----------------------------------|---|
| Joanna A. Dunk | President/Secretary/<br>Treasurer | 6529 Blvd. of Champions<br>N Lauderdale, FL 33068 |

ARTICLE ELEVEN  
INCORPORATOR

The name and address of the party signing this document entitled "Articles of Incorporation" is:

Joanna A. Dunk  
6529 Boulevard of Champions  
No Lauderdale, FL 33068

ARTICLE TWELVE  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER has executed these Articles of Incorporation this 26th day of May, 1998.

  
\_\_\_\_\_

STATE OF FLORIDA)  
COUNTY OF BROWARD)

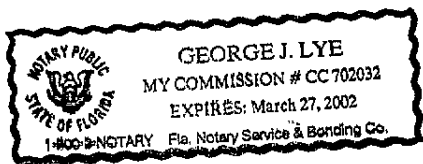
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Joanna A. Dunk, known to me to be the person who executed the foregoing Articles of Incorporation.

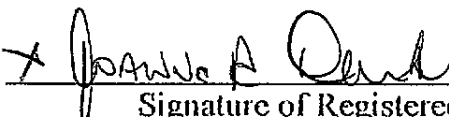
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and county aforesaid, this 26th day of May, 1998.

  
\_\_\_\_\_  
Notary Public

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above Corporation, at the place designated on this certificate, I hereby accept this appointment as Registered Agent of



  
\_\_\_\_\_  
Signature of Registered Agent

\_\_\_\_\_  
Notary Public

98 MAY 27 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED