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FILED  
98 JUN 29 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Secretary of State  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

DATE June 26, 1998

SUBJECT B C Healthcare, Inc.

Gentlemen:

Enclosed is a check in the amount of \$78.75, which includes \$35.00 for the filing fee, \$35.00 for the registered agent fee and \$8.75 for certificate of status. Please return the enclosed copy with certificate attached.

Thank you.

Bill E. Parker

BEP/sh

Enclosure

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

JUN 30 1998

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Handwritten signature/initials

ARTICLES OF INCORPORATION  
OF  
B C HEALTHCARE, INC.

**FILED**  
98 JUN 29 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves together for the purpose of becoming a body corporate under the laws of the State of Florida, and do hereby certify, make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, its Articles of Incorporation, to-wit:

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is B C HEALTHCARE, INC. Its principal office shall be located at 333 John Road, Holt, Florida, 32564.

ARTICLE II. DURATION OF EXISTENCE

This corporation shall exist perpetually unless terminated by lawful dissolution.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of health care services, and any other business or activity permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue a maximum of Seven Thousand Five Hundred (7500) shares of stock. The shares of stock authorized shall have a par value of One (1) Dollar per share, which shall be designated "Common Shares".

ARTICLE V. MANAGEMENT BY BOARD OF DIRECTORS

The corporation shall be managed by a board of directors and shall have five directors initially. The number of directors may be increased or decreased from time to time as provided in the by-laws but shall never be less than five (5) nor more than eleven (11) directors. A vacancy on the board may be filled for the remainder of the term by a majority vote of remaining directors. The names and addresses of the initial directors of this corporation are:

Catherine A. Ates, 333 John Road, Holt, Florida 32564  
Lawton B. Smith, 8172 Green Street, Laurel Hill, Fl 32567  
Bill E. Parker, 115 Courthouse Terrace, Crestview, Fl 32536  
R. Lee Thigpen, 1005 Capri Ct., Crestview, Fl 32539  
Billy D. Teel, 322 Powell Drive, Crestview, Fl 32536

ARTICLE VI. NO CUMULATIVE VOTING

The corporation shall not utilize cumulative voting.

ARTICLE VII. PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. RESTRICTION OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall contain a provision restricting the transfer of said shares which provides that shares held by the shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE IX. INCORPORATORS

The name and address of the persons signing these Articles of Incorporation are:

Catherine A. Ates	Lawton B. Smith
333 John Road	8172 Green Street
Holt, Florida 32564	Laurel Hill, Florida 32567

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 333 John Road, Holt, Florida 32564. The name of the initial registered agent of this corporation at that address is: CATHERINE A. ATES

ARTICLE XI. BY-LAWS

The shareholders shall have the power to adopt, alter, or amend, or repeal by-laws by a vote of 2/3 of the Shareholders.

ARTICLE XII. AMENDMENTS

The Shareholders shall have the power to alter, amend or repeal provisions of these articles by a vote of 2/3 of the Shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 23 day of June, 1998.

WITNESSES:

[Signature]  
Sharon T. Hudgens

[Signature]  
INCORPORATOR

[Signature]  
INCORPORATOR/ REGISTERED AGENT ACCEPTING DUTIES.

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, personally appeared Catherine A. Ates and Lawton B. Smith known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

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

[Signature]  
Notary Public  
My Commission Expires:



Sharon T. Hudgens  
MY COMMISSION # CC677532 EXPIRES  
September 4, 2001  
BONDED THROUGH FAIN ASSURANCE, INC.

CLERK OF STATE  
LAHASSEE FLORIDA

JUN 29 AM 10:04

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