



THE UNITED STATES  
CORPORATION  
COMPANY

P98000106730

ACCOUNT NO. : 072100000032

REFERENCE : 078800 81879A

AUTHORIZATION :

*Patricia Pizutto*

COST LIMIT : \$ 78.75

ORDER DATE : December 24, 1998

ORDER TIME : 10:19 AM

ORDER NO. : 078800-005

CUSTOMER NO: 81879A

CUSTOMER: Timothy J. Conner, Esq.  
TIMOTHY J. CONNER & ASSOCIATES  
TIMOTHY J. CONNER & ASSOCIATES  
Suite 110  
1 Florida Park Drive, North  
Palm Coast, FL 32137

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DOMESTIC FILING

NAME: PALM COAST LISTAVIE HOME CARE,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH DEC 24 1998

## ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME AND ADDRESS OF CORPORATION: The name of this corporation is: **PALM COAST LISTAVIE HOME CARE, INC.** The mailing address of the corporation is 49 Filbert Lane, Palm Coast, Florida 32137.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK: The corporation is authorized to issue 100 shares of stock, all of one class, at One Dollar (\$1.00) par value.

5. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of this corporation is as follows:

**ELIZABETH J. MASSEY**  
49 Filbert Lane  
Palm Coast, Florida 32137

6. INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1) director.

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

**ELIZABETH J. MASSEY**  
49 Filbert Lane  
Palm Coast, Florida 32137

7. INCORPORATOR: The name and address of the Incorporator

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signing these Articles of Incorporation is:

Timothy J. Conner, Attorney  
**Timothy J. Conner, P.A.**  
1 Florida Park Drive North, Suite 110  
Palm Coast, Florida 32137

8. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. MEETINGS BY CONFERENCE TELEPHONE: Members of the Board of Directors may participate in all regular and special meetings of the Board of Directors by means of Conference Telephone or similar communications equipment as provided by law.

10. INDEMNIFICATION: The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner provided for in the by-laws of this corporation.

11. REMOVAL OF DIRECTORS: At a meeting of shareholders called expressly for that purpose, any one director, or the entire Board of Directors, may be removed, with or without cause, by a vote of the holders of 75% of the shares then entitled to vote at an election of directors.


12. INFORMAL ACTION OF DIRECTORS: If all the directors severally, or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of DECEMBER, 1998.

  
\_\_\_\_\_  
Timothy J. Conner,  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been designated as registered agent to accept service of process for the above-stated corporation, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

  
**ELIZABETH MASSEY,**  
Registered Agent

STATE OF FLORIDA        }  
COUNTY OF FLAGLER    } SS:

The foregoing instrument was acknowledged before me this 15th  
day of December, 1998, by ELIZABETH MASSEY  
driver's license, who is personally known to me or who has produced  
as  
identification and who did/did not take an oath.

  
NOTARY PUBLIC



Regina Gutierrez  
My Commission CC645314  
Expires May 08, 2001

My Commission Expires:

corpform/s\5416-Art.Inc.

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