

P 99000003369

ALONZO H. HARDESTY, III, P. A.

ATTORNEY AT LAW

SUITE 7
1750 SOUTH VOLUSIA AVENUE
ORANGE CITY, FLORIDA 32763

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January 7, 1999

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

200002736102--9
-01/11/99--01025--013
****122.50 ****78.75

RE: ELDERCARE ADVOCATES, INC.

Dear Sir:

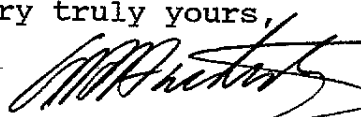
Please find enclosed an original and one copy of Articles of Incorporation for the above referenced corporation, together with Designation of Resident Agent and my check in the amount of \$122.50 representing the following:

Filing Fee.....	\$35.00
Resident Agent.....	35.00
Certified copy of Articles.....	52.50
Total.....	\$122.50

EFFECTIVE DATE

1-7-99

Very truly yours,


Alonzo H. Hardesty, III

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

69 JAN 11 PM 3:52

FILED

AHH/pr
Enclosures
cc: CL

65-21-1
5

ARTICLES OF INCORPORATION
OF
ELDERCARE ADVOCATES, INC

FILED
99 JAN 11 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1-7-99

ARTICLE I - NAME

The name of the corporation is ELDERCARE ADVOCATES, INC..

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation is organized for the following purposes:

- A. To engage in the business of providing services to the elderly.
- B. To engage in any activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) Shares, all of one class, at Ten (\$10.00) Dollar par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The address of the principal office of the corporation is 1750 South Volusia Avenue, Suite 6, Orange City, Florida. The mailing address of the corporation is 1750 South Volusia Avenue, Suite 6, Orange City, Florida 32763.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1750 South Volusia Avenue, Suite 6, Orange City, Florida, and the name of its initial registered agent at such address is ALONZO H. HARDESTY, III.

ARTICLE VIII - MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders of the corporation.

ARTICLE IX - INCORPORATOR

The names and addresses of the persons executing these Articles of Incorporation are as follows:

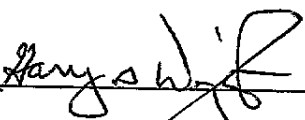
ALONZO H. HARDESTY, III
1750 South Volusia Avenue, Suite 7
Orange City, Floirda 32763

GARY S. WRIGHT
301 North Volusia Avenue
Orange City, Florida 32763

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of January, 1999.

 (SEAL)

ALONZO H. HARDESTY, III

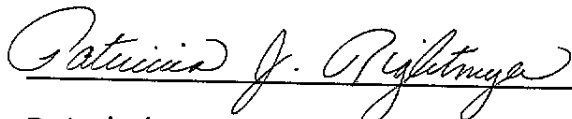
 (SEAL)

GARY S. WRIGHT

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared ALONZO H. HARDESTY, III and GARY S. WRIGHT, to me known to be the person who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of January, 1999.


Patricia J. Rightmyer
Notary Public



PATRICIA J. RIGHTMYER
MY COMMISSION # CC484378 EXPIRES
July 27, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
99 JAN 11 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

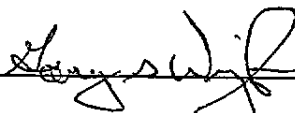
In compliance with Sections 48.091 and 607.034 of the Florida Statutes, the following is submitted:

That ELDERCARE ADVOCATES, INC. desiring to qualify under the laws of the State of Florida, with its principal place of business located at 1750 South Volusia Avenue, Suite 6, Orange City, Florida, has named ALONZO H. HARDESTY, III, located at 1750 South Volusia Avenue, Suite 6, Orange City, Florida, as its agent to accept service of process within Florida.

Dated this 12 day of January, 1999.



(SEAL)
ALONZO H. HARDESTY, III, Incorporator



(SEAL)
GARY S. WRIGHT, Incorporator

Having been named to accept service of process for ELDERCARE ADVOCATES, INC. at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 12 day of January, 1999.



(SEAL)
ALONZO H. HARDESTY, III