

TRANSMITTAL LETTER

P99000035396

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: The Phoenix Corporation  
(Proposed corporate name - must include suffix)

800002808968--0  
-03/17/99--01051--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
ADDITIONAL COPY REQUIRED

FROM: Helen Schindler  
Name (Printed or typed)  
7112 N.W. 106<sup>th</sup> Avenue  
Address  
Tamarac, Florida 33321  
City, State & Zip  
(954) 721-8193  
Daytime Telephone number

FILED  
99 APR 19 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

CB  
4-19-99  
4



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 23, 1999

HELEN SCHINDER  
7112 N.W. 106TH AVE.  
TAMARAC, FL 33321

SUBJECT: THE PHOENIX CORPORATION  
Ref. Number: W99000006995

We have received your document for THE PHOENIX CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned. —

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 699A00014510

**April 5, 1999**

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

**FILED**  
99 APR 19 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Attention: Carolyn Batten  
Document Specialist**

**Dear Ms. Batten:**

**In response to your letter, attached please find the revised  
Articles of Incorporation. The new Corporation Name will be  
ELDERCARE USA, INC.**

**The prior name, which was no good, was The Phoenix  
Corporation.**

**Thank you for your assistance.**

**Very truly yours,**

**Helen Schindler**

*Helen Schindler*

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

ELDERCARE USA, INC.

~~The Phoenix Corporation~~

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7112 NW 106<sup>th</sup> Avenue, Tamarac, Florida 33321

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000,000 shares Common Stock authorized, \$.001 Par Value

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Helen Schindler  
7112 NW 106<sup>th</sup> Avenue, Tamarac, Florida 33321

### ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Helen Schindler  
7112 NW 106<sup>th</sup> Avenue, Tamarac, Florida 33321

x Helen Schindler  
Signature/Incorporator

3/3/99  
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

x Helen Schindler  
Signature/Registered Agent

3/3/99  
Date