RD, OWEN & HINES, ATTORNEYS AT LAW 9800 Fourth Street North, Suite 403 ST. PETERSBURG, FLORIDA 33702

BRUCE C. CRAWFORD GEORGE E. OWEN, JR. J. BRADFORD HINES TELEPHONE 727 / 579-9978 FAX 727 / 579-4902

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May 11, 1999

Secretary of State Corporation Division The Capitol Tallahassee, Fl 32304 900002873849--1 -05/13/99-01064--013 \*\*\*\*122.50 \*\*\*\*\*78.75

RE: \_\_\_\_ Roberts Home Health Services II, Inc.

Gentlemen:

I enclose check in the amount of \$122.50 and original and one copy of the Articles of Incorporation of Roberts Home Health Services II, Inc.

I would appreciate your acknowledgement of this filing at your earliest convenience and thank you for your assistance.

Sincerely,

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GEORGE E. OWEN, JR.

GEO:ms Enclosures

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# ARTICLES OF INCORPORATION OF ROBERTS HOME HEALTH SERVICES II, INC.

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We, the undersigned natural persons of the age of twenty-one or more, acting<sup>4</sup> as Directors and Incorporators under the provisions of the Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

### ARTICLE I

#### Name

The name of this corporation shall be:

# ROBERTS HOME HEALTH SERVICES II, INC.

## ARTICLE II

#### Principal Place of Business

The principal place of business is to be located at 5400 Park Boulevard, Pinellas Park, Florida 33782.

### ARTICLE III

#### Term of Existence

The duration of this corporation is to be perpetual.

### ARTICLE IV

#### Purpose

The principal business of this corporation shall be to provide home health care services, and to do and perform everything necessary for carrying out the aforesaid purposes, and to engage in such other business or businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

#### ARTICLE V

#### Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be five hundred (500) shares of common stock, each with a par value of One (\$1.00) Dollar.

#### ARTICLE VI

#### Minimum Capital

The amount of capital with which this corporation shall begin business shall not be less

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than Five Hundred (\$500.00) Dollars.

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# ARTICLE VII

# Subscribers, Incorporators and Directors

The names and addresses of the Subscribers, Incorporators and Directors are:

Name	Shares Subscribed	Address
Opal Roberts Subscriber, Incorporator, Director and Officer	250	5400 Park Blvd. Pinellas Park, FL 33782
Davis W. Roberts Subscriber, Incorporator Director and Officer	250	5400 Park Blvd. Pinellas Park, Fl 33782

### ARTICLE VIII

# Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all persons who would be entitled to vote

upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

## ARTICLE IX

#### **Directors**

The management and control of this corporation shall be vested in a Board of Directors comprised of at least one director. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

### ARTICLE X

#### **Officers**

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also from time to time provide for and elect all other officers or committees which to their Board may seem expedient. Two or more offices may be held by the same person. The officers who are to conduct the business of the corporation and shall serve as such until the next annual election of officers shall be as follows:

President/Treasurer

Opal Roberts 5400 Park Boulevard Pinellas Park, Fl 33782 Vice President/Secretary

Davis W. Roberts 5400 Park Boulevard Pinellas Park, Fl 33782

### ARTICLE XI

<u>Seal</u>

The seal of this corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL - 1999 - FLORIDA" and around the circumference thereof the words "ROBERTS HOME HEALTH SERVICES II, INC."

# ARTICLE XII

# Registered Office and Registered Agent

The address of the registered office of this corporation is 9800 Fourth Street North, Suite 403, St. Petersburg, Florida 33702. The name of the initial registered agent of this corporation at that address is: GEORGE E. OWEN, JR.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of this corporation,

execute these Articles of Incorporation and certify to the truth of the facts herein

stated this <u>10 th</u> day	of <u>hay</u>	, 1999.	 

Opal Z. Roberts OPAL L. ROBERTS Wan W Advert \_\_\_\_\_ .....\_

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# STATE OF FLORIDA

# COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared OPAL L. ROBERTS and DAVIS W. ROBERTS, who, after being first duly cautioned and sworn, depose and say that they have affixed their names to the foregoing Articles of Incorporation of ROBERTS HOME HEALTH SERVICES II, INC., as original subscribers to said corporation for the purpose therein stated. I relied upon the following form of identification: \_\_\_\_\_\_\_\_ or personally known.

County, Florida, this <u>10 th</u> day of <u>May</u>, 1999.

NOTARY PUBLIC

Print Name: AULETTA

My Commission Expire Sof Room PAULETTA D. FARNHAM My Comm Exp. 10/15/99 Bonded By Service Ins No. CC501914 M Promotily Known 1104ms1.D.

### DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following Certificate is submitted in compliance therewith:

IT IS HEREBY DECLARED that ROBERTS HOME HEALTH SERVICES II, INC.. is desirous to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Pinellas Park, County of Pinellas, State of Florida, and has named GEORGE E. OWEN, JR. located at 9800 Fourth Street North, Suite 403, St. Petersburg, Florida 33702, as its agent to accept service of process in the State of Florida.

### ACKNOWLEDGMENT

# STATE OF FLORIDA COUNTY OF PINELLAS...

Having been named to accept service of process for the above stated corporation at the place designated in the above Certificate, I hereby accept to act in this capacity, and I agree to comply with all of the provisions of said Act.

GEORGE E. OWEN, JR.

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Personally sworn to and subscribed before me this <u>11</u> day of  $Ma_{4}$ 

1999. I relied upon the following form of identification:\_\_\_\_\_\_ or personally known.

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MICHELE SCHIBLER Notary Public - State of Florida Commission Expires

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