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(Business Entity Name)

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B. Tadlock APR 30 2008

# Greenberg Taurig

Colleen A. Bruno  
Paralegal  
Tel. (954) 468-1796  
Fax (954) 765-1477  
brunoc@gtlaw.com

April 29, 2008

## VIA FEDERAL EXPRESS

Mrs. Brenda Tadlock  
Registration Department  
Florida Department of State  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Certificates of Conversion and Articles of Organization for 16 Entities**

Dear Brenda:

Per our conversations and my fax today, enclosed for filing effective April 29, 2008 is a Certificate of Conversion with attached Articles of Organization for each of the following entities:

1. Home Health Agency - Brevard, Inc.;
2. Home Health Agency - Central Pennsylvania, Inc.;
3. Home Health Agency - Collier, Inc.;
4. Home Health Agency - Columbus, Inc.;
5. Home Health Agency - Hillsborough, Inc.;
6. Home Health Agency - Indiana, Inc.;
7. Home Health Agency - Illinois, Inc.;
8. Home Health Agency - Palm Beaches, Inc.;
9. Home Health Agency - Pennsylvania, Inc.;
10. Home Health Agency - Philadelphia, Inc.;
11. Home Health Agency - Pinellas, Inc.;
12. Omni Home Health - District 1, Inc.;
13. Omni Home Health - District 2, Inc.;
14. Omni Home Health - District 4, Inc.;
15. Omni Home Health - Hernando, Inc.; and
16. Omni Home Health - Jacksonville, Inc.

Also enclosed is our check no. 008281 in the amount of \$2,960.00, representing the costs for each entity's conversion (\$150.00), certified copy (\$30.00), and good standing (\$5.00). Please use the enclosed FedEx airbill to return the requested certified and good standings to me.

ALBANY  
AMSTERDAM  
ATLANTA  
BOCA RATON  
BOSTON  
BRUSSELS\*  
CHICAGO  
DALLAS  
DELAWARE  
DENVER  
FORT LAUDERDALE  
HOUSTON  
LAS VEGAS  
LONDON\*  
LOS ANGELES  
MIAMI  
MILAN\*  
NEW JERSEY  
NEW YORK  
ORANGE COUNTY  
ORLANDO  
PHILADELPHIA  
PHOENIX  
ROME\*  
SACRAMENTO  
SILICON VALLEY  
TALLAHASSEE  
TOKYO\*  
TYSONS CORNER  
WASHINGTON, D.C.  
WEST PALM BEACH

ZURICH  
\*Strategic Alliance  
Talent Office/Strategic Alliance

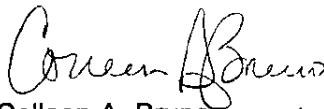
www.gtlaw.com

Mrs. Brenda Tadlock  
April 29, 2008  
Page 2

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I greatly appreciate your assistance with these filings. Should you have any questions on Wednesday, please contact me at 561.271.0302, or Diedra Logan of this office at 954.468.1717. Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Colleen Bruno".

Colleen A. Bruno  
Paralegal

Enclosures  
cc: Diedra Logan (w/enc.)

# Greenberg Traurig

## Transmittal Cover Sheet

From:  
Colleen A. Bruno

Tel:  
954.488.1796

E-Mail:  
brunoc@gtlaw.com

| To:    | Fax No:      | Company:                    | Phone No.:   |
|--------|--------------|-----------------------------|--------------|
| BRENDA | 850.245.6030 | Florida Department of State | 850.245.6051 |

File No.: 083726.010800

Re: 16 Corporate Conversions to LLCs

Date: April 29, 2008 04:39 PM

No. Pages: 33 Including Cover  
Sheet

If you do not receive all pages properly, please call the Sender.

**Notes:** Brenda: As discussed, attached are the certificates of conversion and articles of organization which are being sent to you via FedEx tonight. I very much appreciate you accepting these for filing today.

Thanks for your kind assistance.

*Regards*  
*Colleen Bruno*

Also sent via: ☐ US Mail ☒ Overnight ☐ Messenger ☒ BRENDA Email ☐ No Other

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the address below via the U.S. Postal Service. We will reimburse you for your postage. Thank you.

### Certificate of Conversion

This Certification of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 608.439, Florida Statutes.

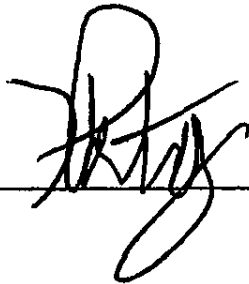
1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Omni Home Health - District 2, Inc. *P03-153558*
2. The "Other Business Entity" is a corporation incorporated under the laws of the State of Florida on December 18, 2003.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Omni Home Health - District 2, LLC.
4. This Certificate of Conversion is effective as of the date of filing.

Signed this 29 day of April, 2008

Signature of Authorized Person: \_\_\_\_\_

Printed Name: Fred Portnoy

Title: Executive Vice-President



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**ARTICLES OF ORGANIZATION**  
**For**  
**OMNI HOME HEALTH - DISTRICT 2, LLC**  
**a Florida Limited Liability Company**

**ARTICLE I**

The name of the Limited Liability Company is Omni Home Health - District 2, LLC.

**ARTICLE II**

The street address of the principal office of the Limited Liability Company is:

2101 Northside Drive, Suite 401  
Panama city, FL 32405

The mailing address of the Limited Liability Company is:

11780 West Sample Road, Suite 105  
Coral Springs, Florida 33065

**ARTICLE III**

The name and Florida street address of the registered agent is:

Fred Portnoy  
11780 West Sample Road, Suite 105  
Coral Springs, Florida 33065

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Registered Agent Signature: \_\_\_\_\_

Fred Portnoy

Signature of member or an authorized representative of a member:

**OHH-DISTRICT 2 II, INC.**

By: \_\_\_\_\_

Name: Fred Portnoy

Title: Executive Vice President

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