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DAVID J. AUDLIN, JR.
ATTORNEY AT LAW

June 10, 1998

Kathy Hyman, Document Specialist
Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

500002568275--2
-06/23/98-01051--002
*****70.00 *****70.00

Re: Articles of Incorporation - ARGE CARE SYSTEMS, INC.

Dear Ms. Hyman:

Enclosed please find Articles of Incorporation for a new Florida Corporation, which is to be named "ARGE CARE SYSTEMS, INC." A check in the amount of \$70.00 is enclosed, in payment of the necessary filing fee.

Upon acceptance and filing by your office, please direct confirmation of filing to the undersigned.

Thank you for your cooperation and courtesy in this matter.

Sincerely yours,

David J. Audlin, Jr.
Attorney at Law, P.A.

FILED
98 JUN 23 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/25/98

ARTICLES OF INCORPORATION
OF
ARGE CARE SYSTEMS, INC.

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ARTICLE I. CORPORATE NAME.

The name of this corporation is ARGE CARE SYSTEMS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are : 344 Valparaiso Parkway, Valparaiso, Okaloosa County, FL 32580.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100).

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agents are: Richard P. Komando, Jr., 344 Valparaiso Parkway, Valparaiso, Okaloosa County, FL 32580.

ARTICLE V. INCORPORATORS.

The names and street address of the incorporators of these articles of incorporation are: Richard P. Komando, Jr. and Guenter E. Bosner, 344 Valparaiso Parkway, Valparaiso, Okaloosa County, FL 32580.

ARTICLE VI. DURATION OF CORPORATION

The duration of the corporation is perpetual.

ARTICLE VII. PURPOSE

The purpose of the corporation is contracting, and any other endeavors lawful under the law of Florida which may be deemed appropriate by the shareholders.

ARTICLE VIII. SUBCHAPTER S LIMITATIONS

The aggregate number of shares which the corporation is authorized to issue is one hundred, and such shares shall be without par value. Such shares shall be of a single class, and all issued shares shall be held of record by not more than ten persons. Shares will be issued and transferred only to:

1. natural persons
2. estates, or
3. a trust described in 26 U.S.C. Section 1371 defining a qualified "small business corporation".

In addition, no shares shall be issued to or transferred to a nonresident alien.

ARTICLE IX. CORPORATE MANAGEMENT

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed by and under the direction of, the shareholders.

ARTICLE X. QUORUM FOR TRANSACTION OF BUSINESS

The presence at any stockholders meeting, in person or by proxy, of persons entitled to vote all the shares of the corporation ten issued and outstanding, shall constitute a quorum for the transaction of business.

ARTICLE XI. VOTING OF SHARES AND TRANSFERABILITY

The affirmative vote of all of the outstanding shares of the corporation shall be the act of the shareholders. All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement among the holders of such shares.

ARTICLE XII. RIGHTS AND POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.


Executed by the undersigned at Valparaiso, Okaloosa County, Florida, on this 22nd day of JUNE, 1998.


RICHARD P. KOMANDO, JR.


GUENTER E. BOSNER

Sworn to and subscribed before me, the undersigned authority, by RICHARD P. KOMANDO, JR. and GUENTER E. BOSNER, who are personally known to me or who have produced a valid Florida Driver's License as identification, on this 22 day of June, 1998.


NOTARY PUBLIC

 Karen J Fruge
My Commission CC647401
Expires June 27, 2001

In re: ARGE Care Systems, Inc.

Acceptance of Designation as Registered Agent

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Richard P. Komando, Jr.
RICHARD P. KOMANDO, JR.

22 JUN 98
DATE


STATE OF FLORIDA
COUNTY OF OKALOOSA

Subscribed and sworn to (or affirmed) before me this 22nd 1998 by Richard Komando, Jr.
who personally appeared before me, and

- who is personally known to me
- whose identity I proved on the basis of Dr. license RL
- whose identity I proved on the oath/affirmation of _____, a credible witness

To be the signer of above document, and he/she acknowledged that he/she signed it.

Karen J. Fruge
Karen J. Fruge, Notary Public

 Karen J Fruge
My Commission CC847401
Expires June 27, 2001

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98 JUN 23 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA