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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

FOREIGN PROFIT/NONPROFIT CORPORATION

VITAS CARE SOLUTIONS, INC.

Certificate of Status	0
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Quanda Hadden Ext 2955

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1015900

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. VITAS CARE SOLUTIONS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

(State or country under the law of which it is incorporated)

3.

(FBI number, if applicable)

4. NOVEMBER 21, 2006

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6.

UPON FILING

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 S. BISCAYNE BLVD. SUITE 1500 MIAMI, FL. 33131

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. DELIVERY OF HEALTHCARE SERVICES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: [Signature]

(Registered agent's signature)

[Signature]
Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____ (SEE ATTACHMENT A)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____ (SEE ATTACHMENT B)

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. _____

NAOMI DALLOB, SECRETARY AND GENERAL COUNSEL

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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Attachment A

VITAS CARE SOLUTIONS, INC.

Board of Directors

Timothy S. O'Toole, President
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Kevin J. McNamara
2600 Chained Center
255 E. Fifth Street
Cincinnati, Ohio 45202-4726

Deirdre Lawe, Executive Vice President - Strategic Development Services
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Peggy Pettit, Executive Vice President & Chief of Hospice Operations
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

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Attachment B

VITAS CARE SOLUTIONS, INC.

Officers

Timothy S. O'Toole, President
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Peggy Pettit
Executive Vice President - Chief of Hospice Operations
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Deirdre Lawe
Executive Vice President - Strategic Development Services
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

David A. Wester
Executive Vice President; Corporate Services, Chief Financial Officer,
Treasurer & Assistant Secretary
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Naomi C. Dallob
Secretary & General Counsel
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITAS CARE SOLUTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VITAS CARE SOLUTIONS, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5228427

DATE: 11-28-06

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