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FOREIGN PROFIT/NONPROFIT CORPORATION

LHC Holdings Corp.

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October 5, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: LHC HOLDINGS CORP.
REF: W07000049429

RESUBMIT
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Tim Burch
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FAX Aud. #: H07000246926
Letter Number: 707A00058338

**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. LHC Holdings Corp.

(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. 26-0441870

(FBI number, if applicable)

4. June 26, 2007

(Date of incorporation)

5. Perpetual

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

6. 101 East Kennedy Blvd., Suite 3925, Tampa, FL 33602

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 101 East Kennedy Blvd., Suite 3925, Tampa, FL 33602

(Principal office address)

101 East Kennedy Blvd., Suite 3925, Tampa, FL 33602

(Current mailing address)

8. To engage in any lawful act or activity under the General Corporation Law of the State of Delaware

(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

Sarah K. Drake
as its agent

By:

(Registered agent's signature)

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:

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A. DIRECTORSDirector: Richard FrancioseAddress: c/o LHC Holdings Corp., 101 East Kennedy Blvd., Suite 3925
Tampa, FL 33602Director: Peter B. FranzAddress: 101 East Kennedy Blvd., Suite 3925
Tampa, FL 33602Director: Felix J. WongAddress: 101 East Kennedy Blvd., Suite 3925
Tampa, FL 33602Director: David L. HaasAddress: 101 East Kennedy Blvd., Suite 3925
Tampa, FL 33602**B. OFFICERS**CEO: Richard FrancioseAddress: c/o LHC Holdings Corp., 101 East Kennedy Blvd., Suite 3925
Tampa, FL 33602

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

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

14. Peter B. Franz, Director

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

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Delaware

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LHC HOLDINGS CORP." 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 FOURTH DAY OF OCTOBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LHC HOLDINGS CORP." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2007.

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

11:50
SECRETARY OF STATE
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6048767

DATE: 10-04-07