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To;

Division of Corporations

Fax Number

: (850)617-6381

Account Name : CORPORATION SERVICE COMPANY

Account Number : 120000000195 Phone : (850)521-1000

Fax Number : (850)558-1575

FOREIGN PROFIT/NONPROFIT CORPORAT

Vitas Solutions, Inc.

Certificate of Status	0
Certified Copy	0
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Electronic Filing Menu

Corporate Filing Menu

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 Solutions, Inc.

•	· · · · · · · · · · · · · · · · · · ·	me adopted for the purpose of transacting business in Florida	<u>a)</u>
2. DELAWA		3,	_
•	under the law of which it is incorporated)	(FEI number, if applicable)	
_{4.} 01/25/200)8	5. Perpetual	_
(Date	of incorporation)	(Duration: Year corp. wil) cease to exist or "perpetual"	ว ี
6. UPON FIL	LING		
	(Date first transacted busines (SBB SECTIONS 607.1501 & 607	ss in Florida, if prior to registration) 7.1502, F.S., to determine penalty liability)	- -
7, 100 South	Biscayne Blvd., Suite 150	0 Miami, Fl. 33131	
	(Principal office	address)	
Same as a	above		
	(Current mailing	address)	
, Delivery o	f Healthcare Services		2
		r country to be carried out in state of Florida)	
9. Name and stree	et address of Florida registered agent: (,	P.O. Box, NOT accentable)	O The !
	Corporation Service Com		ê ro
Name:	Corporation Service Con	ipany (C)	2 2
Office Address:	1201 Hays Street		ing 3
	Tallahassee	Florida 32301	252
		(Zip code)	25 0
	(City)		

Sarah K. Drake as its agent

(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.

L DIRECTORS			
paliman:	(SEE ATTACHMENT "A")		
nitess:			
-	·		
ice Chairman:			
ddress:			
	<u> </u>		
irector:			
ddress:			
•			
OFFICERS	(SEE ATTACHMENT "B")		
esident:	(SEE ATTACHIMENT B)		
idress:			
ce President:			
ddress:			
easurer:	-		
ldress:			
OTE: If necessary, you may at	tach an addendum to the application listing additional officers and/or directors.		
	Walle		
	of Director or Officer listed in number 12 of the application)		
	i Dallob, Secretary		
(Typed or	r printed name and capacity of person signing application)		

Attachment A

VITAS SOLUTIONS, INC.

Board of Directors

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

David A. Wester President, Chief Financial Officer 100 South Biscayne Boulevard, Suite 1500 Miami, Florida 33131

Deirdre Lawe Executive Vice President, Development & Public Affairs 100 South Biscayne Boulevard, Suite 1500 Miami, Florida 33131

Peggy Pettit
Executive Vice President & Chief Operating Officer
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

Attachment B

VITAS SOLUTIONS, INC.

Officers

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

David A. Wester President & Chief Financial Officer 100 South Biscayne Boulevard, Suite 1500 Miami, Florida 33131

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

Peggy Pettit
Executive Vice President - Chief Operating Officer
100 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

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

David P. Williams Vice President 2600 Chemed Center 255 East Fifth Street Suite 2600 Cincinnati, Ohio 45202

Delaware

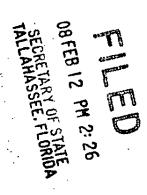
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITAS 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 TWELFTH DAY OF FEBRUARY, A.D. 2008.

AND I DO HEREBY FORTHER CERTIFY THAT THE SAID "VITAS SOLUTIONS, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2008.

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



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You may verify this cordificate online at corp. delaware gov/aushver. shtml

Harriet Smith Hendson
Herriet Smith Windson, Scaretery of State

AUTHENTICATION: 6376960

DATE: 02-12-08