

HYDRO-CARE, INC.

Home Office & Manufacturing
116 Plantation Oak Drive
Thomasville, GA 31799-3028
(912) 228-7653
FAX: (912) 228-1270

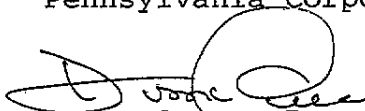
Sales
P. O. Box 19074
West Palm Beach, FL 33416
(561) 688-9771
FAX: (561) 615-6784

March 2, 1998
F98000001585

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-03/04/98--01101--011
*****70.00 *****70.00

FLORIDA DEPARTMENT OF STATE
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314

Enclosed are required documents, and our check in the amount of \$70.00, to register HYDRO-CARE, INC., a Pennsylvania Corporation, to do business in Florida.


Donna Queen, President
HYDRO-CARE, INC

(561) 688-9771

3111 Horseshoe Circle
W. Palm Beach, FL 33417

~~W98-4934~~

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 AM 10:53



HY~GINA CARE SHOWERING SYSTEMS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 5, 1998

DONNA QUEEN
HYDRO-CARE, INC.
3111 HORSESHOE CIRCLE
WEST PALM BEACH, FL 33417

SUBJECT: HYDRO-CARE, INC.
Ref. Number: W98000004934

We have received your document for HYDRO-CARE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 098A00012201

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned WARREN KAYE, do hereby certify
(Name)

that this Resolution of the Board of Directors of Hydro-Care Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Pennsylvania,

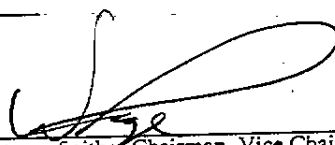
was duly adopted on MARCH 18, 19 98.

Be it resolved, that HYDRO-CARE INC,
(Corporate Name)

organized and existing in the State of Pennsylvania, hereby adopts the name

HYGINA-CARE INC. for use in Florida.

Dated: 3-18-98



Signature of either Chairman, Vice Chairman or any officer

WARREN KAYE, Chief Executive Officer
Type or print name

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**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. HYDRO-CARE, INC
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Pennsylvania 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 27, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. to begin January, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 116 Plantation Oak Drive
Thomasville, GA 31799-3028
(Current mailing address)
8. Sales and marketing of products for health care facilities
(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 or Mail Drop Box **NOT** acceptable)
Name: Donna Queen
Office Address: 3111 Horseshoe Circle
West Palm Beach, Florida, 33417
(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.



(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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Warren H. Kaye

Address: 1217 Wtaerford Road, West Chester, PA 19380

Vice Chairman: _____

Address: _____

Director: Donna Lee Queen

Address: 3111 Horseshoe Circle, West Palm Beach, FL 33417

Director: Harry E. Cann, III

Address: 600 Lucky Hill Road, West Chester, PA 19382

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Donna Queen

Address: 3111 Horseshoe Circle

West Palm Beach, FL 33417

CEO

~~Vice President~~ Warren H. Kaye

Address: 1217 Waterford Road

West Chester, PA 19380

Secretary: Harry E. Cann, III

Address: 600 Lucky Hill Road

West Chester, PA 19382

Treasurer: Harry E. Cann, III

Address: 600 Lucky Hill Road

West Chester, PA 19382

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DONNA QUEEN, PRES.

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



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 11, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

HYDRO-CARE, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

SSCH

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