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(Business Entity Name)

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B. Tadlock APR 30 2008

Greenberg Traurig

Colleen A. Bruno
Paralegal
Tel. (954) 468-1796
Fax (954) 765-1477
brunoc@gtlaw.com

April 29, 2008

VIA FEDERAL EXPRESS

Mrs. Brenda Tadlock
Registration Department
Florida Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Certificates of Conversion and Articles of Organization for 16 Entities

Dear Brenda:

Per our conversations and my fax today, enclosed for filing effective April 29, 2008 is a Certificate of Conversion with attached Articles of Organization for each of the following entities:

1. Home Health Agency - Brevard, Inc.;
2. Home Health Agency - Central Pennsylvania, Inc.;
3. Home Health Agency - Collier, Inc.;
4. Home Health Agency - Columbus, Inc.;
5. Home Health Agency - Hillsborough, Inc.;
6. Home Health Agency - Indiana, Inc.;
7. Home Health Agency - Illinois, Inc.;
8. Home Health Agency - Palm Beaches, Inc.;
9. Home Health Agency - Pennsylvania, Inc.;
10. Home Health Agency - Philadelphia, Inc.;
11. Home Health Agency - Pinellas, Inc.;
12. Omni Home Health - District 1, Inc.;
13. Omni Home Health - District 2, Inc.;
14. Omni Home Health - District 4, Inc.;
15. Omni Home Health - Hernando, Inc.; and
16. Omni Home Health - Jacksonville, Inc.

Also enclosed is our check no. 008281 in the amount of \$2,960.00, representing the costs for each entity's conversion (\$150.00), certified copy (\$30.00), and good standing (\$5.00). Please use the enclosed FedEx airbill to return the requested certified and good standings to me.

ALBANY
AMSTERDAM
ATLANTA
BOCA RATON
BOSTON
BRUSSELS*
CHICAGO
DALLAS
DELAWARE
DENVER
FORT LAUDERDALE
HOUSTON
LAS VEGAS
LONDON*
LOS ANGELES
MIAMI
MILAN*
NEW JERSEY
NEW YORK
ORANGE COUNTY
ORLANDO
PHILADELPHIA
PHOENIX
ROME*
SACRAMENTO
SILICON VALLEY
TALLAHASSEE
TOKYO*
TYSONS CORNER
WASHINGTON, D.C.
WEST PALM BEACH
ZURICH

*Shelberg, Adams &
Terry, a division of Greenberg Traurig

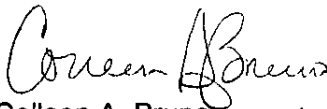
Mrs. Brenda Tadlock

April 29, 2008

Page 2

I greatly appreciate your assistance with these filings. Should you have any questions on Wednesday, please contact me at 561.271.0302, or Diedra Logan of this office at 954.468.1717. Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Colleen Bruno".

Colleen A. Bruno
Paralegal

Enclosures

cc: Diedra Logan (w/enc.)

Greenberg Taurig

Transmittal Cover Sheet

From:
Colleen A. Bruno

Tel:
954.468.1796

E-Mail:
brunoc@gtlaw.com

To:	Fax No:	Company:	Phone No.:
BRENDA	850.245.6030	Florida Department of State	850.245.6051

File No.: 083726.010800

Re: 16 Corporate Conversions to LLCs

Date: April 29, 2008 04:39 PM

No. Pages: 33 Including Cover
Sheet

If you do not receive all pages properly, please call the Sender.

Notes: Brenda: As discussed, attached are the certificates of conversion and articles of organization which are being sent to you via FedEx tonight. I very much appreciate you accepting these for filing today.

Thanks for your kind assistance.

Regards
Colleen Bruno

Also sent via: ☐ US Mail ☒ Overnight ☐ Messenger ☒ BRENDA Email ☐ No Other

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the address below via the U.S. Postal Service. We will reimburse you for your postage. Thank you.

Certificate of Conversion

This Certification of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Home Health Agency - Philadelphia, Inc. *PCA-107267*
2. The "Other Business Entity" is a corporation incorporated under the laws of the State of Florida on July 20, 2004.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Home Health Agency - Philadelphia, LLC.
4. This Certificate of Conversion is effective as of the date of filing.

Signed this 29 day of April, 2008

Signature of Authorized Person: _____

Printed Name: Fred Portnoy

Title: Executive Vice-President



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ARTICLES OF ORGANIZATION
For
HOME HEALTH AGENCY - PHILADELPHIA, LLC
a Florida Limited Liability Company

ARTICLE I

The name of the Limited Liability Company is Home Health Agency - Philadelphia, LLC.

ARTICLE II

The street address of the principal office of the Limited Liability Company is:

764 Old York Road
Jenkintown, PA 19046

The mailing address of the Limited Liability Company is:

11780 West Sample Road, Suite 105
Coral Springs, Florida 33065

ARTICLE III

The name and Florida street address of the registered agent is:

Fred Portnoy
11780 West Sample Road, Suite 105
Coral Springs, Florida 33065

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

Registered Agent Signature: _____

Fred Portnoy

Signature of member or an authorized representative of a member:

HHA-PHILADELPHIA II, INC.

By: _____

Name: Fred Portnoy

Title: Executive Vice President

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