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ARTICLES OF INCORPORATION

OF

QUALITY OF LIFE HOME HEALTH OF PORT ST. LUCIE, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

QUALITY OF LIFE HOME HEALTH OF PORT ST. LUCIE, INC.

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SECRETARY OF STATE
TALL AHASSEE, FLORIDA

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 750 Starkey Road, Largo, Florida 33771.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 240 S. Pineapple Avenue, 10th Floor, Sarasota, Florida 34236, and the registered agent at such office is kenneth D. Doerr

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Michael J. Moses, II

750 Starkey Road

Largo, Florida 33771

Rex A. Paggeot

750 Starkey Road

Largo, Florida 33771

James E. Heenan

750 Starkey Road

Largo, Florida 33771

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Kenneth D. Doerr

240 S. Pineapple Avenue, 10th Floor Sarasota, Florida 34236

The undersigned has executed these Articles this 3157 day of May

2000.

Kenneth D. Doerr

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for QUALITY OF LIFE HOME HEALTH OF PORT ST. LUCIE, INC. at the place designated in the Articles, 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.

May 31, 2000

Kenneth D. Doerr, Registered Agent