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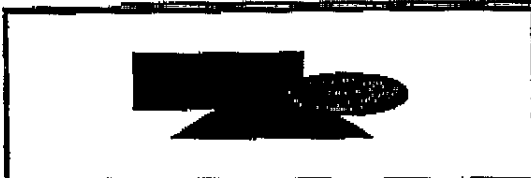
From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
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**FLORIDA PROFIT CORPORATION OR P.A.
WEBB HOMECARE NETWORK CORPORATION**

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ARTICLES OF INCORPORATION
OF


WEBB HOMECARE NETWORK CORPORATION

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is:
WEBB HOMECARE NETWORK CORPORATION
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 common shares with no par value
5. The principal physical and mailing address of the corporation will: 8305 French Oak Drive, Orlando, FL 32835 and the name of its initial registered agent at such address is: Fred Webb
6. The name and address of the sole incorporator is:
Lizbeth Rivera , c/o BlumbergExcelsior Corporate Services, Inc.,
62 White Street, 2nd Floor, New York, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: May 10, 2001


Lizbeth Rivera
Sole Incorporator

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
(212) 431-5000

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of WEBB
HOMECARE NETWORK CORPORATION, the within named corporation.

Dated: May 10, 2001



Fred Webb
Registered Agent

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
(212) 431-5000

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