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Subject:

From: Patricia Tadlock

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FLORIDA PROFIT/NON PROFIT CORPORATION

QUALITAS HEALTH NETWORK, INC.

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**ARTICLES OF INCORPORATION
OF
QUALITAS HEALTH NETWORK, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is **QUALITAS HEALTH NETWORK, INC.** (the "Corporation").

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office is 201 N. Franklin Street, Suite 2200, Tampa, Florida 33601, and the Corporation's mailing address is the same.

ARTICLE III

Shares

The Corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV

Initial Registered Agent and Office

The street address of the Corporation's initial registered office is 201 N. Franklin Street, Suite 2200, Tampa, Florida 33601, and the name of the Corporation's initial registered agent at that address is Michael J. Nolan.

ARTICLE V

Incorporator

The name and address of the incorporator is:


Name

Michael J. Nolan

Address

201 N. Franklin Street, Suite 2200
Tampa, Florida 33601

Dated this 16 day of June, 2006.


Michael J. Nolan, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, Michael J. Nolan (the "Agent") hereby accepts the appointment as registered agent and agrees to act in this capacity. The Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the Agent is familiar with and accepts the duties and obligations of his position as registered agent.

Dated this 16th day of June, 2006.


Michael J. Nolan

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