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FLORIDA PROFIT/NON PROFIT CORPORATION

HHA-PHILADELPHIA II, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**HHA-PHILADELPHIA II, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act (the "FBCA"), adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is HHA-Philadelphia II, Inc. (the "Corporation").

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is 11780 West Sample Road, Suite 105, Coral Springs, Florida 33065.

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is Two Thousand (2,000) shares of common stock, par value \$0.01 per share.

**ARTICLE IV**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 11780 West Sample Road, Suite 105, Coral Springs, Florida. The name of the Corporation's registered agent at that office is Fred Portnoy.

**ARTICLE V**

**PURPOSE**

The Corporation is formed to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, Chapter 607, Florida Statutes, including any amendments thereto.

**ARTICLE VI**

**INCORPORATOR**

The name and address of the incorporator is Diedra N. Logan, 401 East Las Olas Boulevard., Suite 2000, Fort Lauderdale, Florida 33301.

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**ARTICLE VII  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising any duties of an officer or director, and shall advance expenses on behalf of any such officer, director or other person, in each case, to the fullest extent now or hereafter permitted by law.

**ARTICLE VIII  
AFFILIATED TRANSACTIONS  
AND CONTROL SHARE ACQUISITIONS**

The Corporation expressly elects not to be governed by Sections 607.0901 and 607.0902 of the Florida Business Corporations Act, relating to affiliated transactions and control share acquisitions, respectively.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation on April 15, 2008.

  
Diedra N. Logan, Incorporator

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

**REGISTERED AGENT CONSENT**

Having been named as registered agent to accept service of process for the above-referenced Corporation at the place designated herein, the undersigned confirms familiarity with and accepts the appointment as registered agent and agrees to act in this capacity.

By: 

Name: Fred Portnoy

Date: April 15, 2008

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