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FLORIDA PROFIT/NON PROFIT CORPORATION

Bask Nursing, P.A.

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**ARTICLES OF INCORPORATION
OF
BASK NURSING, P.A.**

By these Articles of Incorporation the undersigned incorporator, a natural person competent to contract, and who is licensed or otherwise legally authorized to render the professional services of an attorney at law in the State of Florida, associates himself to form a professional services corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE 1

The name of the corporation is Bask Nursing, P.A.

ARTICLE 2

This corporation may engage in each and every aspect of the business of a licensed nurse in the State of Florida, but only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services, and to engage in any other activity permitted from time to time for professional service corporations.

ARTICLE 3

The duration of existence of the corporation is perpetual.

ARTICLE 4

The street address of the initial principal office of the corporation is:

1140 Lee Boulevard, Suite 104
Lehigh Acres, FL 33936

The mailing address of the corporation is:

Bask Nursing, P.A.
c/o John M. Wicker, Esq.
Costello, Royston & Wicker, LLP
P.O. Drawer 60205
Fort Myers, FL 33906

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TALLAHASSEE, FLORIDA

Prepared by:
John M. Wicker, Esq.

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ARTICLE 5

The aggregate number of shares that the corporation shall have authority to issue is One Thousand (1,000) shares. All such shares shall be of a single class, designated as common, and shall be of \$1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE 6

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address are as follows:

Name	Address
Raelene Totterdale	20685 Casaly Drive Alva, FL 33920

ARTICLE 7

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act its officers and directors.

ARTICLE 8

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act or under applicable Florida law. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE 9

The officers of the Corporation shall be determined by the Bylaws. The initial officers of the corporation shall be:

Name	Office:
Raelene Totterdale	President, Secretary & Treasurer

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ARTICLE 10

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

Name	Street Address
John M. Wicker, Esq.	Costello, Royston & Wicker, LLP 12670 New Brittany Blvd., Suite 101 Fort Myers, FL 33907

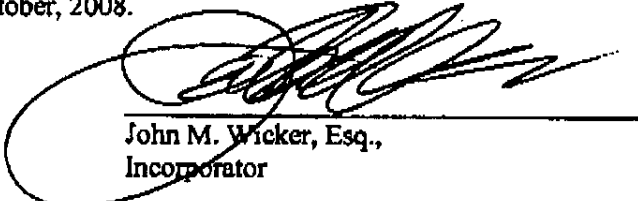
ARTICLE 11

The name and address of the incorporator of the corporation is:

Name	Street Address
John M. Wicker, Esq.	Costello, Royston & Wicker, LLP 12670 New Brittany Blvd., Suite 101 Fort Myers, FL 33907

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 19th day of October, 2008.

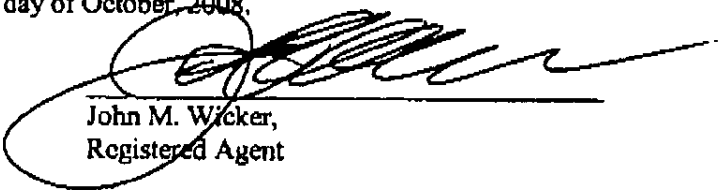


 John M. Wicker, Esq.,
 Incorporator

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named Corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 19th day of October, 2008.



 John M. Wicker,
 Registered Agent