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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Common Sense Healthcare, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**COMMON SENSE HEALTHCARE, INC.**

**Article I. Name**

The name of the corporation shall be: Common Sense Healthcare, Inc. (the "Corporation").

**Article II. Principal Office**

The initial principal office and mailing address of the Corporation shall be:

1400 NE Miami Gardens Dr.  
Suite 200  
Miami, Florida

**Article III. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having \$.01 par value per share.

**Article IV. Purposes**

The Corporation is organized to conduct any and all lawful business.

**Article V. Management**

The Corporation's affairs shall be managed by a Board of Directors. The number of directors may be increased or decreased in accordance with the Corporation's bylaws, from time to time, but shall never be less than the minimum required by law.

**Article VI. Manner of Directors' Election**

The directors of the Corporation shall be elected or appointed as provided in the Corporation's bylaws from time to time.

**Article VII. Indemnification**

To the maximum extent permitted by Florida law, the Corporation shall indemnify any person who was or is a party to any proceeding (not including any proceeding by or in the right of the Corporation), by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof.

To the maximum extent permitted by Florida law, the Corporation shall indemnify any person, who was or is a party to any proceeding by or in the right of the corporation to procure a judgment in its favor by reason of the fact that the person is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, or other enterprise, against expenses and amounts paid in settlement not exceeding, in the judgment of the board of directors, the estimated expense of litigating the proceeding to conclusion, actually and reasonably incurred in connection with the defense or settlement of such proceeding, including any appeal thereof.

To the maximum extent permitted by Florida law, expenses incurred by an officer or director in defending a civil or criminal proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if he or she is ultimately found not to be entitled to indemnification by the corporation pursuant to this section. Expenses incurred by other employees and agents may be paid in advance upon such terms or conditions that the board of directors deems appropriate.

#### Article VIII. Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent is: Alan H. Baseman, Suite 604, 3801 PGA Boulevard, Palm Beach Gardens, FL 33410.

#### Article IX. Incorporators

The name and address of the incorporator is: Alan H. Baseman, Suite 604, 3801 PGA Boulevard, Palm Beach Gardens, FL 33410

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Alan H. Baseman, Registered Agent

September 28, 2010

The foregoing Articles of Incorporation of Common Sense Healthcare, Inc., a Florida profit corporation, has been signed by the incorporator on the date indicated next to his signature below.



Alan H. Baseman, Incorporator

September 28

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