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DATE: 05-01-08

NAME: HEALTH MED HOME CARE INC

TYPE OF FILING: AMENDMENT

COST: \$35

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ACCOUNT: FCA0000000015

AUTHORIZATION: ABBIE/PAUL HODGE



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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
HEALTH MED HOME CARE, INC.

2008 MAY -1 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, Section 607.1007, the undersigned officers do hereby certify:

FIRST: The name of the corporation is Health Med Home Care, Inc.

SECOND: Attached hereto and made a part hereof as Exhibit A is the entire text of the Articles of Incorporation of the corporation as amended and restated in their entirety correctly sets forth the text of the Articles of Incorporation as amended to the date of the Amended and Restated Articles of Incorporation.

THIRD: The Amendments included in this Amended and Restated Articles of Incorporation have been adopted with shareholder approval on April 30, 2008 pursuant to Section 607.1003 and are as follows:

ARTICLE III. AUTHORIZED SHARES

The number of shares of stock that this Corporation is authorized to issue is one thousand (1,000) of one dollar (\$1.00) par value common stock.

ARTICLE IV. CONVERSION OF EXISTING SHARES

Without any other action on the part of the Corporation or any other person, all shares of Class A Voting Common Stock and all shares of Class B Non-Voting Common Stock issued and outstanding immediately prior to the date (the "Effective Date") on which these Amended and Restated Articles of Incorporation are filed with the Secretary of State of the State of Florida shall be reclassified and combined as follows: each 50 shares of Class A Voting Common Stock shall be converted into one share of Common Stock and each 50 shares of Class B Non-Voting Common Stock shall be converted into one share of Common Stock; provided; however, that no fractional shares of Common Stock shall be issued. On the Effective Date, the certificates representing the issued stock shall be deemed to represent the number of shares of Common Stock adjusted in accordance with the combination described above.

FOURTH: The number of votes cast for the Amended Restated Articles of Incorporation by the shareholder was sufficient for approval.

FIFTH: The officers of the corporation have been authorized to execute these Amended and Restated Articles of Incorporation by a Board of Directors resolution adopted on April 30, 2008.

Executed on April 30, 2008.

HEALTH MED HOME CARE, INC.

By: _____

A handwritten signature in dark ink, appearing to read 'ALS', is written over a horizontal line.

Alan L. Soderquist
Executive Vice President

EXHIBIT A

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF HEALTH MED HOME CARE, INC.

The undersigned, pursuant to Sections 607.1006 and 607.1007, Florida Statutes, hereby adopts the following as the Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") of Health Med Home Care, Inc., a Florida corporation (the "Corporation"), as originally filed with the Florida Secretary of State on February 1, 1993, and amended on November 18, 1993, and confirms that such Amended and Restated Articles were duly adopted by the unanimous written consent of the Sole Shareholder and the Board of Directors of the Corporation dated April 30, 2008:

ARTICLE I. NAME

The name of the Corporation is Health Med Home Care, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation are 10451 NW 117th Avenue, Suite 110, Miami, Florida 33178.

ARTICLE III. AUTHORIZED SHARES

The number of shares of stock that this Corporation is authorized to issue is one thousand (1,000) of one dollar (\$1.00) par value common stock.


ARTICLE IV. CONVERSION OF EXISTING SHARES

Without any other action on the part of the Corporation or any other person, all shares of Class A Voting Common Stock and all shares of Class B Non-Voting Common Stock issued and outstanding immediately prior to the date (the "Effective Date") on which these Amended and Restated Articles of Incorporation are filed with the Secretary of State of the State of Florida shall be reclassified and combined as follows: each 50 shares of Class A Voting Common Stock shall be converted into one share of Common Stock and each 50 shares of Class B Non-Voting Common Stock shall be converted into one share of Common Stock; provided; however, that no fractional shares of Common Stock shall be issued. On the Effective Date, the certificates representing the issued stock shall be deemed to represent the number of shares of Common Stock adjusted in accordance with the combination described above.

ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 10451 NW 117th Avenue, Suite 110, Miami, Florida 33178, and the name of the registered agent of the Corporation at that office is Alan L. Soderquist.

These Amended and Restated Articles of Incorporation are executed this 30th day of
April, 2008.

A handwritten signature in dark ink, appearing to read 'AS', is written over a horizontal line.

Alan L. Soderquist, Executive Vice President