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VAN HOUTEN & PONDER, P. A.
ATTORNEYS AT LAW

Michael A. Van Houten
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Post Office Box 2325
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111 S. Palmetto Avenue
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January 17, 1995

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

700001384437
-01/19/95 -01057--008
*****70.00 *****70.00

Re: CD Health Services, Inc.

Dear Sir or Madam:

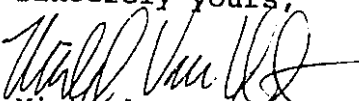
Enclosed is the original plus one copy of the Articles of Incorporation of CD Health Services, Inc. In addition, a check in the amount of \$70.00 is enclosed which represents the following fees:

| | |
|------------------------------|--------------|
| Filing Fee: | \$35.00 |
| Registered Agent Designation | <u>35.00</u> |
| | \$70.00 |

Please file the original of the enclosed Articles of Incorporation and return a copy to the undersigned.

Thank you in advance for your assistance.

Sincerely yours,


Michael A. Van Houten

/rs
Enclosures

R94-4790
Dmc
1/19/95

RECEIVED
55 JUN 19 11:03:17
TALLAHASSEE, FLORIDA

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ATTORNEYS' TITLE INSURANCE FUND, INC.
CORPORATION ORDER FORM

FROM: MICHAEL A. VAN HOUTEN, ESQ.
DATE: JANUARY 17, 1995
RE: CD HEALTH SERVICES, INC.
PRODUCT: FILING OF CORPORATE DOCUMENTS

WV *Atty Title Box*

Enclosed please find the following:

1. Letter to Secretary of State, along with a check in the amount of \$70.00.
2. Articles of Incorporation of CD Health Services, Inc.

Please file the above documents with the Secretary of State. Thank you for your assistance and please call if you have any questions.

Leon

ARTICLES OF INCORPORATION
OF
CD HEALTH SERVICES, INC.

FILED
95 JAN 19 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CD HEALTH SERVICES, INC.

The principal place of business of this corporation shall be:

550 Ridgewood Avenue
Holly Hill, FL 32117

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 114 South Palmetto Avenue, Daytona Beach, FL 32114, and the name of the initial registered agent of the corporation at that address is Michael A. Van Houten.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Connie Rice

President/Secretary/Treasurer

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

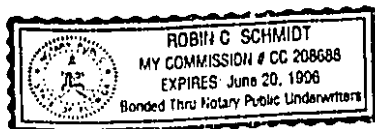
Michael A. Van Houten
114 South Palmetto Avenue
Daytona Beach, FL 32114

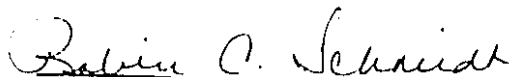
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 17th day of January, 1995.


Michael A. Van Houten

STATE OF FLORIDA
COUNTY OF VOLUSIA


The foregoing instrument was acknowledged before me this 17th day of January, 1995, by Michael A. Van Houten, who is personally known to me.




Notary Public
State of Florida at Large

My Commission Expires: 6/20/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED HEREIN, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Michael A. Van Houten
Resident Agent

Dated: 1/17/95