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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION OF SUMMIT HEALTHCARE HOLDINGS, INC.

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1.

The name of the Corporation is:

SUMMIT HEALTHCARE HOLDINGS, INC.

11.

- A. The total number of shares of capital stock that the Corporation shall be authorized to issue is One Million (1,000,000) shares, par value \$.01 per share, all of which shall be designated as "Common Stock." Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution
- B. Each share of Common Stock shall be identical in all respects and for all purposes and entitled to one vote per share in all proceedings in which action may or is required to be taken by the stockholders of the Corporation; participate equally in all dividends payable with respect to the Common Stock, as, if, and when declared by the Board of Directors of the Corporation; and share ratably in all assets of the Corporation in the event of any voluntary or involuntary liquidation, or winding up of the affairs of the Corporation or upon any distribution of the assets of the Corporation.

III.

The initial registered office of the Corporation shall be at 2310 A-Z Park Road, Lakeland, Florida, 33802. The initial registered agent of the Corporation at such address shall be William Bull.

IV.

The name and address of the incorporator is:

Russell Wall 2310 A-Z Park Road Lakeland, Florida 33802

V.

The mailing address of the initial principal office of the Corporation is 2310 A-Z Park Road, Lakeland, Florida, 33802.

VI.

The initial board of directors shall consist of two (2) members who shall be and whose addresses are:

William Bull 2310 A-Z Park Road Lakeland, Florida 33802 Russell Wall 1310 A to Z Park Road Lakeland, Florida 33802

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

Russell Wall Incorporator I hereby am familiar with and accept the duties and responsibilities as registered Agent for SUMMIT HEALTHCARE HOLDINGS, INC.

Signed this 20 day of January, 1995.

William Bull