

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
 MAR 28 AM 9:38
 TALLAHASSEE, FL 32301

3/28/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAK</u>	_____	_____	_____

WALK-IN Will Pick Up 3:25 12:00

RE: Comcare Home Health Agency, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS		

4100011440324
 -03/28/95-01024-081
 ****122.50 ****122.50

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
COMCARE HOME HEALTH AGENCY, INC.**

FILED
95 MAR 28 AM 9:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation COMCARE HOME HEALTH AGENCY, INC.

ARTICLE II

The address of the principal office of this corporation is 13801 U.S. Highway 27 South, Sebring, Florida 33870. The mailing address of this corporation is 13801 U.S. Highway 27 South, Sebring, Florida 33870.

ARTICLE III

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE VI

The registered agent and the street address of the initial registered office of this corporation in the state of Florida shall be Indranie T. Seeraj, 13801 U.S. Highway 27 South, Sebring, Florida 33870. The Board of Directors from time to time may move the registered office to any other address in the state of Florida.

ARTICLE VII

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

The names of the initial directors of this corporation and their street address are:

Indranie T. Seeraj
13801 U.S. Highway 27 South
Sebring, Florida 33870

Mahadeo P. Seeraj
13801 U.S. Highway 27 South
Sebring, Florida 33870

ARTICLE IX

The name and address of the person signing these Articles of Incorporation as incorporator is:

Indranie T. Seeraj
13801 U.S. Highway 27 South
Sebring, Florida 33870

ARTICLE X

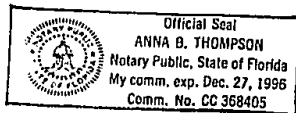
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned, as incorporator has executed the foregoing Articles of Incorporation on this 21 day of MARCH, 1995.

Indranie T. Seeraj
Indranie T. Seeraj

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 21 day of march, 1995, by INDRANIE T. SEERAJ, BN of Comcare Home Health Agency, Inc., a Florida corporation, on behalf of the corporation. He who is personally known to me has produced _____ as identification.



STP-64278

(SEAL)
Anna B. Thompson
Printed/Typed Name: Anna B. Thompson
Notary Public-State of Florida
Commission Number: CC 368405

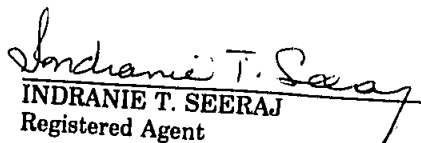
CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes (1991), the following is submitted:

That COMMCARE HOME HEALTH AGENCY, INC. desiring to organize under the laws of the State of Florida, has named INDRANIE T. SEERAJ, 13801 U.S. HWY 27 S., Sebring, Florida 33870, of the State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


INDRANIE T. SEERAJ
Registered Agent

Florida Statute 48.091 provides as follows:

- (1) Every Florida corporation and every foreign corporation now qualified or hereafter qualifying to transact business in this state shall designate a registered agent and registered office in accordance with chapter 607.
- (2) Every corporation shall keep the registered office open from 10 a.m. to 12 noon each day except Saturdays, Sundays, and legal holidays, and shall keep one or more registered agents on whom process may be served at the office during these hours. The corporation shall keep a sign posted in the office in some conspicuous place designating the name of the corporation and the name of its registered agent on whom process may be served.