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((H95000005115))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

10:00 AM
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 33401-6194
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MEDI-PRO HOME HEALTH SERVICES, INC.
FAX AUDIT NUMBER: H95000005115
DATE REQUESTED: 05/08/1995
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EFFECTIVE DATE
5-5-95

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95 MAY -8 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

25 MAY -8 PM 2:30

H 9500005115

ARTICLES OF INCORPORATION
OF

Medi-Pro Home Health Services, Inc.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: Medi-Pro Home Health Services, Inc.

Corporate Address: 7330 West 20th Avenue, Miami Lakes, FL 33016-1835

ARTICLE II. NATURE OF BUSINESS.

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III. DURATION.

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:
May 5, 1995

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this corporation shall be known as Common Stock.
- B. Authorized: The maximum number of shares of Common Stock that this corporation may issue is: 100
- C. Par Value: Each share of Common Stock shall have NO par value.
- D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. Non-accessibility: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. Voting Rights: Each share of Common Stock shall entitle the record holder thereof, to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- G. Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

Costa & Camacho-Gonzalez, P.A.
Helen C. Costa, Esq. Fla Bar #0033863
7330 W. 20 Ave., Miami Lakes, FL 33016
(305) 827-0100

EFFECTIVE DATE

5-5-95

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TALLAHASSEE, FLORIDA

СИТЕ НАУЧНИ

The street address of the Initial Registered Office of this corporation is: 7330 West 20th Avenue, Miami Lakes, FL 33016-1855, and the name of the Initial Registered Agent of this corporation at that address is Helen C. Costa.

This corporation shall have initially ONE Directors. The number of Directors may either increase or decrease, from time to time by the bylaws but shall never be less than one. The name and address of the initial Directors of this corporation is:

Reinaldo Costa, Director, 7330 West 20th Avenue, Miami Lakes, FL 33016-1835

The name and address of the Initial Subscriber of these Articles of Incorporation is: Reinaldo Costa, 7350 West 20th Avenue, Miami Lakes, FL 33016-1835


Subscriber

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Reinaldo Costa known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: Personal Knowledge, and that an oath ~~was~~ was not taken.

Arnell P. Sanchez Notary
Signature



H9500005115

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First - That Medi-Pro Home Health Services, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of Incorporation has named Helen Costa located at 7330 West 20th Avenue City of Hialeah, County of Dade, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____



Registered Agent

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