

MATEER, HARBERT & BATES, P.A.
ATTORNEYS AT LAW

WILLIAM D. MATEER
RONALD A. HARBERT
RICHARD W. BATES
STEVEN R. RECHTEL
LAWRENCE J. PHALIN
JAMES B. BUDNER
W. SCOTT GABRIELSON
DAVID L. EVANS
LARRY J. TOWNSEND
MARY A. EDENFIELD
JAMES R. LOBBIER
DAVID C. WILLIS

ALSO ADMITTED IN
DISTRICT OF COLUMBIA

POST OFFICE BOX 2854
SUITE 200, TWO LANDMARK CENTER
225 E. ROBINSON STREET
ORLANDO, FLORIDA 32802 2854

TELEPHONE (407) 425 6044
FACSIMILE (407) 423 2016

MARY E. ROBBIN
THOMAS R. HARBERT**
RUBY E. THALWITZER
MICHAEL A. PARSON
DONALD M. HENDERSON
BRADLEY P. RILEYSTONE
BEN W. BURIN
**ALSO ADMITTED IN GEORGIA

OF COUNSEL
RICHARD L. ALLEN, JR., III
M. ALLAN WEBER
DAVID M. LANDIS, P.A.
DAVID M. LANDIS
JON E. KANE
***ALSO ADMITTED IN OHIO

SPECIAL COUNSEL
CYNTHIA L. NEDER

1995 MAY 15 11:11 AM
000115 05 111100 010
*****12.50 *****12.50

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Articles of Incorporation of Community Health Care Systems, Inc.

Dear Sir:

Enclosed herewith are Articles of Incorporation of Community Health Care Services, Inc. for filing. Also enclosed is this firm's check in the amount of \$122.50 representing the filing fee, certified copy fee, and registered agent fee for the corporation.

Please return a certified copy to me at your first convenience.

Very truly yours,

DAVID L. EVANS

DLE:jmm
Enclosures

FILED
MAY 15 11:11 AM '95
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 16 1995 BSB

**ARTICLES OF INCORPORATION
OF
COMMUNITY HEALTH CARE SYSTEMS, INC.**

FILED
95 MAY 15 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is **COMMUNITY HEALTH CARE SYSTEMS, INC.** The Corporation shall have perpetual existence.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law. The Corporation is formed to transact business as a health maintenance organization licensed under Chapter 641, Florida Statutes.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

ARTICLE IV

The street address of the principal place of business of the Corporation is 1414 Kuhl Avenue, Orlando, Orange County, Florida 32806. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 East Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is David L. Evans.

ARTICLE V

The number of Directors constituting the initial Board of Directors is five. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

| <u>Name</u> | <u>Address</u> |
|--------------------|---------------------------------------|
| John Hillenmeyer | 1414 Kuhl Avenue Orlando, FL 32806 |
| John W. Bozard | 1414 Kuhl Avenue Orlando, FL 32806 |
| Karl W. Hodges | 1414 Kuhl Avenue Orlando, FL 32086 |
| Nancy J. Smith | 1414 Kuhl Avenue Orlando, FL 32806 |
| Garry J. Singleton | 1414 Kuhl Avenue Orlando, FL 32806 |

The term of office of the foregoing Directors shall be for one (1) year after the date of incorporation of the Corporation.

ARTICLE VI

The name and address of the Incorporators and Subscribers all of whom are over 18 years of age and are citizens of the United States, are as follows:

| <u>Name</u> | <u>Address</u> |
|------------------|---------------------------------------|
| John Hillenmeyer | 1414 Kuhl Avenue Orlando, FL 32806 |

John W. Bozard

1414 Kuhl Avenue
Orlando, FL 32806

Karl W. Hodges

1414 Kuhl Avenue
Orlando, FL 32806

Nancy J. Smith

1414 Kuhl Avenue
Orlando, FL 32806

Garry J. Singleton

1414 Kuhl Avenue
Orlando, FL 32806


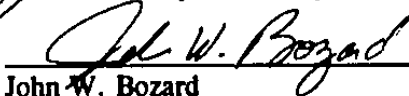
ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: May 11, 1995.


John Hillenmeyer

John W. Bozard

Karl W. Hodges
Karl W. Hodges

Nancy J. Smith
Nancy J. Smith

Garry J. Singleton
Garry J. Singleton

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 11, 1995, by John Hillenmeyer, as Incorporator and Subscriber of COMMUNITY HEALTH CARE SYSTEMS, INC., a Florida corporation, on behalf of the corporation. He is (personally known) to me or has produced _____ (type of identification) as identification and did (did not) take an oath.

Sharon M. Hoffman
Name: Sharon M. Hoffman
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:



SHARON M. HOFFMAN
My Commission CC424298
Expires Dec. 04, 1998
Bonded by HAI
800-422-1558

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 11, 1995, by John W. Bozard, as Incorporator and Subscriber of COMMUNITY HEALTH CARE SYSTEMS, INC., a Florida corporation, on behalf of the corporation. He is (personally known) to me or has produced _____ (type of identification) as identification and did (did not) take an oath.

Sharon M. Hoffman
Name: Sharon M. Hoffman
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:



SHARON M. HOFFMAN
My Commission CC424298
Expires Dec. 04, 1998
Bonded by HAI
800-422-1558

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 11, 1995, by Karl W. Hodges, as Incorporator and Subscriber of **COMMUNITY HEALTH CARE SYSTEMS, INC.**, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ (type of identification) as identification and did (did not) take an oath.

(AFFIX NOTARY SEAL)

Sharon M. Hoffman
Name: Sharon M. Hoffman
(Print Name)

Notary Public - State of Florida

My Commission Expires:



SHARON M. HOFFMAN
My Commission CC424298
Expires Dec. 04, 1998
Bonded by HAI
800-422-1555

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 11, 1995, by Nancy J. Smith, as Incorporator and Subscriber of **COMMUNITY HEALTH CARE SYSTEMS, INC.**, a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____ (type of identification) as identification and did (did not) take an oath.

(AFFIX NOTARY SEAL)

Sharon M. Hoffman
Name: Sharon M. Hoffman
(Print Name)

Notary Public - State of Florida

My Commission Expires:



SHARON M. HOFFMAN
My Commission CC424298
Expires Dec. 04, 1998
Bonded by HAI
800-422-1555

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 11, 1995, by Garry J. Singleton, as Incorporator and Subscriber of **COMMUNITY HEALTH CARE SYSTEMS, INC.**, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____
(type of identification) as identification and did (did not) take an oath.

(AFFIX NOTARY SEAL)

Sharon M. Hoffman
Name: Sharon M. Hoffman
(Print Name)

Notary Public - State of Florida

My Commission Expires:



SHARON M. HOFFMAN
My Commission CC4242011
Expires Dec. 04, 1998
Bonded by HAI
R00-422-1555

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That COMMUNITY HEALTH CARE SYSTEMS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named David L. Evans as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office



David L. Evans
(Registered Agent)

FILED
55 MAY 15 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA