

P95000041330



**COUNTRY MEDICAL SERVICES
OF FLORIDA, INC.
POST OFFICE BOX 523167
MARATHON SHORES, FL 33052**

May 18, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/23/95--01071--010
****122.50 ****122.50

Dear Sirs:

Enclosed please find the original Articles of Incorporation along with one copy for the new corporation Country Medical Services of Florida, Inc.

I have also enclosed a check in the amount of \$122.50 to cover the filing fee and a certified copy.

Thank you for your attention to this matter.

Sincerely,

Deborah L. Polk
Director of Fiscal Services

APR 3-25

FILED
95 MAY 22 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
COUNTRY MEDICAL SERVICES OF FLORIDA , INC.**

Article I

Name

The name of the corporation is: Country Medical Services of Florida, Inc.

Article II

Address

The corporations principal office and registered office mailing address are:

11400 Overseas Highway

Suite 204

Marathon, Fl. 33050

Article III

Duration

This corporation shall have perpetual existence.

Article IV

Purpose

This corporation is organized for the purpose of conducting business in an
orderly fashion.

Article V

Capital Stock

This corporation is authorized to issue 10,000,000 shares of ONE DOLLAR
(\$1.00) par value common stock.

FILED
95 JUL 23 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 11400 Overseas Highway, Suite 204 ; Marathon, Florida 33050 and the name of the initial registered agent of this corporation at that address is Robert M. Becht.

Article VII

Acceptance of Registered Agent

I, _____, am familiar with and accept the duties and responsibilities as registered agent for said corporation at the principal address


Robert M. Becht

Article VIII

Initial Board Of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Robert M. Becht 11400 Overseas Highway --Suite 204
Marathon, Fl. 33050

Article IX

Incorporator

The name and address of the person signing these articles is:

Robert M. Becht
11400 Overseas Highway-Suite 204
Marathon, Fl. 33050

Article X

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XI

Meetings By Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XII

Action By Directors Without A Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XIII

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIV

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 17TH day of May 1995.

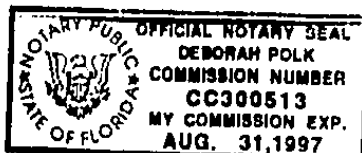


Robert M. Becht, Subscriber

STATE OF FLORIDA
COUNTY OF Monroe

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Robert M. Becht known to me and known by me, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17 day of May, 1995.



Notary Public

P95000041330



Country Medical Services of Jenkins, Kentucky, Inc.

9711 Overseas Highway
Marathon Key, Florida 33050
305/289-0502 fax 305/289-0605

April 29th, 1996

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

re: amendment to articles of incorporation of
Country Medical Services of Florida, Inc.

8000001809958
-05/06/96-01096-020
*****96.25 *****96.25

To Whom it May Concern:

Enclosed is check for \$96.25 to cover the cost of the amendment filing fee, a certified copy of the amendment, and a certificate of status. As per your instructions, this cover letter includes our mailing address and phone number on the header.

Thank you for your assistance.

Sincerely,

Rob J. Becht, NHA
President/CEO

SH 5/3
NC

96 MAY -3 AM 8:43

SECRETARY OF STATE
DIVISION OF CORPORATIONS

**Articles of Amendment
to
Articles of Incorporation
of
Country Medical Services of Florida, Inc.**

SECRET - 3 11 8:13

(subsequently named Country Medical Services of Jenkins, Kentucky, Inc.)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

First:

Article I is amended to read as follows:

Name:

**The name of the corporation is:
Country Medical Services of Jenkins, Kentucky, Inc.**

Second:

The date of the amendment's adoption : May 1st, 1996.

Third:

**The amendment was adopted by the board of directors without shareholder action
and shareholder action was not required.**

Signed this day, Monday, the 29th day of April, 1996.

Signature



Rob J. Becht, President/Secretary, Director