

D. BROWN JUL - 3 1995

ARTICLES OF INCORPORATION
OF
VERSACARE OF AMERICA, INC.

ARTICLE I - NAME

The name of this Corporation is: VERSACARE OF AMERICA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be:
10611 Tamiami Trail North, Naples, Florida 33963.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4501 North Tamiami Trail, #300, Naples, Florida 33940, and the name of the initial registered agent of this Corporation at that address is: Timothy G. Hains.

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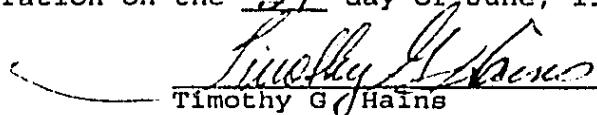
ARTICLE V - INCORPORATOR

The name and address of the incorporator is:

Name: Timothy G. Hains

Address: 4501 N. Tamiami Trail, #300, Naples, Florida 33940.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 29 day of June, 1995.



Timothy G. Hains

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

IN COMPLIANCE WITH SECTION 48.09.1, AND SECTION 607.0501,
FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT VERSACARE OF AMERICA, INC., desiring to organize or
qualify under the laws of the State of Florida, has named Timothy
G. Hains, as its agent to accept service of process within Florida
with a registered office located at 4501 North Tamiami Trail, Suite
300, Naples, Florida 33940.



Timothy G. Hains

Dated: June 29, 1995

Having been named to accept service of process for the above-
stated corporation, at the place designated in this Certificate,
Timothy G. Hains hereby agrees to comply with the provisions of all
statutes relative to the proper and complete performance of its
duties.



Timothy G. Hains

Dated: June 29, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA