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Jack good House de Michael E. Crame Louis D. O Agestion Feyn A. Dente Ridert E. Disyle Je Insuffy G. Basis Aister D. Hamphreydle. Korberly L. Johnson Linda L. Jurge. Diamas L. Maloney E Joseph McMackin, III. Mark H. Muller Leo J. Salvatori Joseph D. Zaks

Attorneys' Title Insurance Fund, Inc. Leon Branch - Corporate Service 660 East Jefferson, Suite 200 Tallahassee, Florida 32301

Corporate Filings (2) W, (Corporation Versacare of America, Inc., a Florida corporation North American Medical Corp., a Florida corporation

Gentlemen:

70000152921 -07/03/95--01031--020 -****122.50 ****122.5 ****122,50

Enclosed are an original and one copy of the Articles of Incorporation, and the original Certificate Designating Registered Agent/Registered Office for VERSACARE OF AMERICA, INC., and our trust account check made payable to the Florida Secretary of State in the amount of \$122.50 which represents the following:

Articles of Incorporation Filing	Fee	\$ 35.00
Registered Agent Filing Fee		35.00
Certified Copy of Articles		52.50
Total check:		\$122.50

Also enclosed are an original and one copy of the Articles of Incorporation, and the original Certificate Designating Registered Agent/Registered Office for NORTH AMERICAN MEDICAL CORP., and our trust account check made payable to the Florida Secretary of State in the amount of \$122.50 which represents the following:

Articles of Incorporation Filing Fee	\$ 35.00
Registered Agent Filing Fee	35.00
Certified Copy of Articles	<u>52.50</u>
Total check:	\$122.50

If you find these enclosures to be in order, please file both and return one certified copy of each set of Articles to this office via Federal Express (our number is 1069-2350-7). If you have any questions concerning this request, please call me.

Sincerely,

Suzanne Howard

Legal Assistant to Timothy G

Haine

Enclosures
Company 15554

ARTICLES OF INCORPORATION

OF

VERSACARE OF AMERICA, INC.

ARTICLE I - NAME

The name of this Corporation is: VERSACARE OF AMERICA,

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.

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 <u>29</u>, 1995

Having been named to accept service of process for the abovestated corporation, a 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 <u>29</u>, 1995

95 JUL -3 PH 1: 4
SECRETARY OF STATE

QBNAP1\62723.