

08/09/95 1:53 FAS-T CORPORATION AGENTS (305) 592-9591 P. 00

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07/09/95 FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM 9:21 AM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 0-5295
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (904) 922-4000 FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: F.M.E. HOME HEALTH CARE, INC.

FAX AUDIT NUMBER: H95000008727 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/09/1995 TIME REQUESTED: 09:21:12
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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** ENTER 'M' FOR MENU. **
8/09/95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten Signature]
8/10

SECRETARY OF STATE

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ARTICLES OF INCORPORATION OF
F.M.E. HOME HEALTH CARE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME.

The name of this corporation is:

F.M.E. HOME HEALTH CARE, INC.

ARTICLE II: DURATION.

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III: PURPOSE.

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STOCK.

This corporation is authorized to issue FIVE HUNDRED (500) shares of COMMON STOCK, with a par value of TEN (\$10.00) dollars each.

ARTICLE V: AMOUNT OF CAPITAL.

The amount of capital with which this corporation will begin business is not less than FIVE THOUSAND (\$5,000.00) dollars.

Prepared By:
FELICIA DEL VALLE
8101 S.W. 159th Court
Miami, Fl. 33193
305-388-3862

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ARTICLE VI: PREVENTIVE RIGHTS:

Every shareholders upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE.

The street address of the initial registered office of this corporation is:

8101 S.W. 159th Court
Miami, Fl. 33193

The name of the initial registered agent of this corporation is:

FELICIA DEL VALLE

The corporation principal office shall be:

8500 S.W. 8th Street #264
Miami, Fl. 33144

ARTICLE VIII: INITIAL BOARD OF DIRECTORS.

This corporation shall have three (3) director(s), initially. The number of director(s) may be either increased or diminished from time to time by the bylaws but shall never be less than ONE (1). The name (s) and address (es) of the initial Board of Director (s) of this corporation is (are):

FELICIA DEL VALLE
8101 S.W. 159th Court
Miami, Fl. 33193

MARISELA MUÑIZ
8101 S.W. 159th Court
Miami, Fl. 33193

ELOINA R. JIMENEZ
7815 S.W. 152 Avenue
Apt. #17
Miami, Fl. 33193

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08/09/95 14:24 FAS-T CORPORATE AGENTS
AUG- 9-95 TUE 10115 FELIX GARCERIS CO

(305) 592-9591
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ARTICLE IX: INDEMNIFICATION.

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

ARTICLE X: INCORPORATORS.

The name and address of the person (s) signing these Articles
of Incorporation is (are):

FELICIA DRL VALLE

8101 S.W. 159th Court

Miami, Fl. 33193 . .

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IN WITNESS WHEREOF, we, being all of the original subscribers and incorporators of this Corporation for the purpose of forming a Corporation, do make and file these Articles of Incorporations with the Secretary of State of the State of Florida, and accordingly set our hands and seal this 8th day of August 1995.


FELICIA DEL VALLE

STATE OF FLORIDA
COUNTY OF DADE

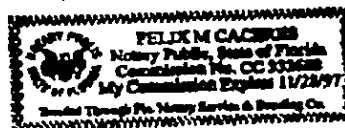
I HEREBY CERTIFY THAT on this day, before me a Notary Public duly authorized in the above mentioned State and County to take acknowledgements, personally appeared -----
-----FELICIA DEL VALLE-----

to me well known and known to be the persons described in and who executed these foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hands and official seal in the City of Miami County of Dade and State of Florida, this 8th day of August 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



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**CERTIFICATE DESIGNATING DOMICILE FOR
THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA
NAMING AGENT WHO PROCESS MAY BE SERVED**

In pursuance of Chapter 40,091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That ---F.M.E. HOME HEALTH CARE, INC.---
qualified to do business under the laws of the State of Florida
with its principal office at the city of Miami County of Dade
State of Florida has appointed
-----FELICIA DEL VALLE-----
City of Miami, County of Dade, State of Florida,
as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

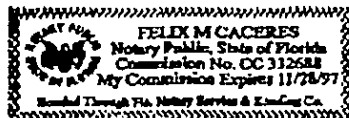
Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

Felicia Del Valle
FELICIA DEL VALLE
SECRETARY OF STATE
TALLAHASSEE
FLORIDA
95 AUG -9 4:26
FILED

Sworn to and subscribed
before me, this 8th
day of August, A.D. 1995.

[Signature]

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My commission expires:



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