



Diazcorp of Coral Way, Inc.

Auditors & Accountants

3800 Coral Way, Suite 600

Miami, Florida 33145

446-8055



August 14th, 1995

P9500062535

SECRETARY OF STATE
Division of Corporations
Corporate Records Bureau
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

500001554245
-08/07/95--01051--017
****122.50 ****122.50

Re: MHI, INC. AND Infusioncare, Inc.

Dear Sir:

Enclosed herewith please find the proposed Certificate of Incorporation for a Florida Corporation and the Registered Agent for filing, together with a check to cover in the sum of \$ 122.50 for each, as follows:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy of Articles	52.50
	<hr/>
	\$122.50

THANK YOU.

Cordially,

DIAZCORP OF CORAL WAY, INC.

FRANK L. DIAZ

FILED
1995 AUG 14 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 95-15079
502

Encls.

R. CHESSEY AUG 14 1995



FLORIDA DEPARTMENT OF STATE

August 8, 1995

Sandra B. Mortham
Secretary of State

DIAZCOHP OF CORAL WAY, INC.
3400 CORAL WAY SUITE 600
MIAMI, FL 33145

SUBJECT: MHI, INC.
Ref. Number: W95000015879

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1995 AUG 14 PM 2:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

We have received your document for MHI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 295A00036996

*Please accept this re-filing under
MORENO FAMILY INVESTMENTS, INC.
instead. Thank you
Oranh*

ARTICLES OF INCORPORATION
OF
MORENO FAMILY INVESTMENTS, INC.

WE, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE I

THE NAME of the Corporation shall be:

MORENO FAMILY INVESTMENTS, INC.

ARTICLE II

THE CORPORATION may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

THE MAXIMUM number of shares of stock which the Corporation shall have outstanding at any time, shall be **ONE HUNDRED (100)** shares of stock which shall be common stock of a par value of **FIFTY DOLLARS (\$ 50.00)** per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE IV

THIS CORPORATION shall begin business with a minimum capital in the amount of FIVE THOUSAND DOLLARS (\$5000.00).

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TALLAHASSEE, FLORIDA

ARTICLE V

THIS CORPORATION shall have perpetual existence.

ARTICLE VI

THE PRINCIPAL office of the Corporation shall be located at:

**6500 West 4th Avenue
Hialeah, Florida 31012-6670**

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE VII

THE BUSINESS of the Corporation shall be managed by the Board of Directors, who need not be stockholders of the corporation. The number of the Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE VIII

THE NAMES and mailing addresses of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

**ALFREDO MORENO
MAXIMINO MORENO
MARIA D. MORENO
RAMON MORENO**

**19750 N. W. 57th Pl., Miami, Florida 33015
820 West 43th Street, Hialeah, Florida 33012
820 West 43th Street, Hialeah, Florida 33012
820 West 43th Street, Hialeah, Florida 33012**

OFFICERS

ALFREDO MORENO

President, Director

RAMON MORENO

Secretary, Director

ARTICLE IX

THE NAMES and mailing addresses of each of the Incorporators to this Certificate of Incorporation are as follows:

MAXIMINO S. MORENO = 820 West 43th Street ,Hialeah, Florida 33012

MARIA D MORENO = 820 West 43th Street ,Hialeah, Florida 33012

ARTICLE X

THIS CORPORATION shall have full power to carry on and transact each or all of the business enumerated in Article II of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE XI

THIS CORPORATION shall have the power to issue the whole or any part, as determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE XII

UPON ELECTION of the Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE XIII

THIS CORPORATION shall designate Alfredo Moreno with offices located at 19750 North West, 57th Place, Miami, Florida 33015 as its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto set their hands and affixed their seals on this 24th day of July, 1995.


MAXIMINO MORENO


MARIA D. MORENO

STATE OF FLORIDA }
COUNTY OF DADE }

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared:

MAXIMINO MORENO
MARIA D. MORENO

Who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, the 24th day of July, 1995.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in
compliance with said Act:

That **MORENO FAMILY INVESTMENTS, INC.** desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of
Incorporation, in the City of **HIALEAH**, County of **DADE**, State of Florida has
named:

ALFREDO MORENO = 19750 N.W. 57th Place, Miami, Florida 33015

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 provision of said Act relating to
keeping open said office.

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1995 JUN 14 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ALFREDO MORENO