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Enclosed please find Articles of Incorporation for Advantage Health Systems of Florida, Inc. along with a check in the amount of \$122.50 for filing fee and designation of registered agent.

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
SEP-6 PM 3:46

Laurel H. R.

AL SEP 11 1995

Articles of Incorporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

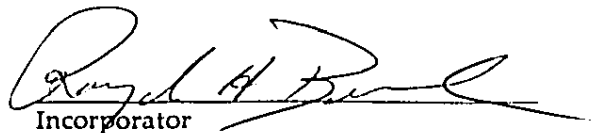
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1. The name of the corporation is:
Advantage Health Systems of Florida, Inc.
2. The principal place of business and mailing address of the corporation is:
7040 Morningstar Lane
New Port Richey, Fl., 34652
3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$.001.
4. The registered agent of the corporation is Raymond H. Bierweiler and the registered address is 9039 Little Rd, New Port Richey
Florida 34654.
5. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: Dennis L. Miller & Scott Elsass - 7040 Morningstar Lane,
New Port Richey, Fl., 34652

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

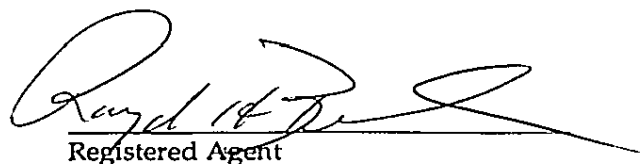
6. The incorporator of this corporation is Raymond H. Bierweiler whose address is 9039 Little Road, New Port Richey, Fl., 34654

Dated August 21, 1995


Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated August 21, 1995


Registered Agent