

P9500073820

COUNTRY HEALTH ASSOCIATES, INC.,
9711 OVERSES HIGHWAY
MARATHON, FL. 33050
305-289-0502

September 19, 1995

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

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-09/22/95--01067--011
****122.50 ****122.50

Dear Sir:

Enclosed please find the Articles of Incorporation along with one copy for the new corporation
Country Health Associates, Inc

I have also enclosed a check in the amount of \$122.50 to cover the filing fee and a certified copy

Thank you for your attention to this matter

Sincerely,

Deborah Polk

Deborah Polk
Director of Fiscal Services

FPM SEP 25 1995

ARTICLES OF INCORPORATION
OF
COUNTRY HEALTH ASSOCIATES, INC.

Article I

Name

The name of the corporation is: Country Health Associates, Inc.

Article II

Address

The corporations principal office and registered office mailing address are:

9711 Overseas Highway
Marathon, Fl. 33050

Article III

Duration

This corporation shall have perpetual existence.

Article IV

Purpose

This corporation is organized for the purpose of managing
health care facilities

Article V

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00)
par value common stock.

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 9711 Overseas Highway, Marathon, Florida 33050 and the name of the initial registered agent of this corporation at that address is Robert Becht.

Article VII

Acceptance of Registered Agent

I, Robert Becht, am familiar with and accept the duties and responsibilities as registered agent for said corporation at the principal address



Robert Becht

Article VIII

Initial Board Of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Robert Becht	9711 Overseas Highway
	Marathon, Fl. 33050

Article IX

Incorporator

The name and address of the person signing these articles is:

Robert Becht
9711 Overseas Highway
Marathon, Fl. 33050

Article X

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XI

Meetings By Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XII

Action By Directors Without A Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XIII

Indemnification

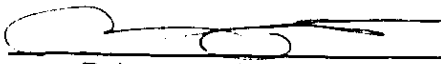
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIV

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 19th day of September 1995.

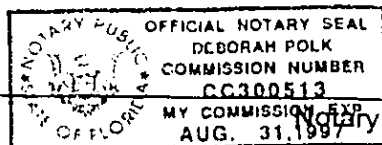

Robert Becht, Subscriber


STATE OF FLORIDA
COUNTY OF Monroe

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Robert Becht known to me and known by me, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19 day of September, 1995.

My commission expires:




Deborah Polk
Notary Public