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## ARTICLES OF INCORPORATION

OF

ODYSSEY HEALTH CARE CORPORATION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

ODYSSEY HEALTH CARE CORPORATION, INC.

The address of the principal office of this corporation shall be 95 Fiesta Way, Ft. Lauderdale, Florida 33301, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4901 N.W. 17th Way-Suite 305, Fort Lauderdale, Florida 33309, and the name of the initial registered agent of the corporation at that address is Anthony M. Landino.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Jonathan C. Liang 95 Fiesta Way
Dir./Pres. Ft. Lauderdale, Florida 33301

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on January 30, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Aozai

GLS/mjp

ACCEPTANCE OF REGISTERED AGENT

ACCEPTANCE ARTICLES OF INCORPORATION

Robbins and Landino, P.A., a corporation residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

ODYSSEY HEALTH CARE CORPORATION, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

Anthony M. Candino, CPA

For the firm

Robbins and Landino, P.A.

4901 N.W. 17th Way - Suite 305

Fort Lauderdale, Florida 33309

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96 FEB 14 M II: 14 SECRETARY OF STATE OF CORNERATION TALLAHASSEE, PLORIDA 96 FEB 14 PH 12: 54

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ORDER DATE : February 13, 1996

ORDER TIME: 4:59 PM

ORDER NO. : 845766

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CUSTOPER: Michael Robbins, Cpa

Robbins & Landino, p.a.

Sud to 305

4901 N.w. 17th Way

Fort Lauderdale, FL 33309

# DOMESTIC AMENDMENT FILING

NAME:

ODYSSEY HEALTH CARE CORPORATION, INC.

XXX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX\_\_\_\_\_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

N. HENDRICKS FEB 1 4 1996

CONTACT PERSON: DANNY SMITH

EXAMINER'S INITIALS:

FILED

96 FEB 14 PH 12: 54

SECRITARY DE STATE

#### ARTICLES OF AMENDMENT

TO

# ARTICLES OF INCORPORATION

ARTICLE III of the Articles of Incorporation of ODYSSEY HEALTH CARE CORPORATION, INC. shall be amended to read as follows:

# ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 14th day of February, 1996.

CORPORATION SERVICE COMPANY

BY: Its Incorporator,
Gail Shelby, as Agent