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(Requestor's Name)		**************************************	
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Walk in Pick up time		Certified Copy ARTICLES ONLY	
Mail out Will wait	Photocopy	Certificate of Status	
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		CERTIFICATE OF GOOD STANDING	
NEW FILINGS	AMENDM	ENTS Certificate of FICTICIOUS NAME	
Profit	Amendment	Amendment	
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Examiner's Initials

ARTICLES OF INCORPORATION OF QUALITY CARE MANAGEMENT, INC.

ARTICLE I

Section 1.1. The name of this corporation is QUALITY CARE

ARTICLE II DURATION AND COMMENCEMENT OF EXISTENCE

Section 2.1. This corporation shall commence on the date of filing of these Articles of Incorporation. This corporation shall have perpetual existence.

ARTICLE III PURPOSE

Section 3.1. This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV CAPITAL STOCK

Section 4.1. This corporation is authorized to issue One thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

Section 5.1. The principal office and mailing address of this Corporation is 4801 S. University Drive, Suite 208, Davie, Florida 33328.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

Section 6.1. The street address of the initial registered office of this corporation is 4801 S. University Drive, Suite 208, Davie, FL 33328, and the name of the initial registered agent of this corporation at that address is MARC J. SOSS.

ARTICLE VII INITIAL GOARD OF DIRECTORS

Section 7.1. 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 names and addresses of the initial Directors of this corporation are:

Name

Address

SHELLI CARLOW

12081 ASHFORD LANE DAVIE, FLORIDA 33325

ARTICLE VIII PREEMPTIVE RIGHTS

Section 8.1. Each shareholder of the Corporation shall have full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ANTICLE IX INCORPORATOR

<u>Section 9.1</u>. The name and address of the person signing these Articles are:

Name

Address

MARC J. SOSS

4801 S. University Drive, Suite 208 Davie, FL 33328

ARTICLE X INDEMNIFICATION

<u>Section 10.1</u>. The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE XI

Section 11.1. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this |C|/|C| day of February, 1996.

MARC J. SOSS, INCORPORATOR

STATE OF FLORIDA) SS COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared MARC J. SOSS, 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 seal, in the state and county aforementioned, this 1914 day of February, 1996.

Notaty Public, State of Florida

My (commission expires:

Notary Public, State of Fiorida My comm. expires Apr. 16, 1996 Comm. No. CC 194129

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 Section 48.091 and Section 607.0501 (3), Florida Statutes, the following is submitted in compliance with said Sections:

QUALITY CARE MANAGEMENT, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of DAVIE, County of BROWARD, State of Florida, has named MARC J. SOSS, located at 4801 S. University Drive, Suite 208, Davie, FL 33328, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

Date: 2/19/96 Ullue MARC J. SOSS Registered Agent