

Charter Number Only

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FILED  
MAR 19 1996  
FBI - MEMPHIS

VALIDATION ONLY

Requestor's Name  
Address  
City State Zip Phone

BROW

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-03/19/96--01034--027  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

m & m Health Care, Inc.



EMPIRE Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

CERTIFIED COPY

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. CHESSER MAR 19 1996

**ARTICLES OF INCORPORATION**  
**OF**  
**M & M HEALTH CARE, INC.**

THE UNDERSIGNED, has executed the following document for the purpose of forming above named corporation under the laws of the State of Florida, and as Incorporator, hereby adopts the following Articles of Incorporation.

**ARTICLE I- NAME**  
**M & M HEALTH CARE, INC.**  
**16200 N.E. 9TH AVENUE**  
**NORTH MIAMI BEACH, FL 33162**

**ARTICLE II- DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of furnishing medical equipment, supplies and some service for individuals at home with any type of medical problems and to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended including but not limited to contracting work incidental to or connected with medical supplies and equipment to individuals at home.

**ARTICLE IV- CAPITAL STOCK**

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

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TALLAHASSEE, FLORIDA

#### ARTICLE V- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial register office of this corporation is:  
16200 N.E. 9TH AVENUE  
NORTH MIAMI BEACH, FL. 33162  
and the name of the initial registered agent of this corporation at that address is:  
MELISSA OCASIO

#### ARTICLE VII- INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have five directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director more than five.

However at this time, there are no initial board of directors.

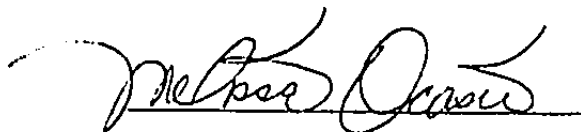
#### ARTICLE VIII- A - INCORPORATOR

The name and address of the Incorporator shall be:  
MELISSA OCASIO  
16200 N.E. 9TH AVENUE  
NORTH MIAMI BEACH, FL. 33162

#### ARTICLE VIII - INDEMNIFICATION

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 10th day of March 1996



Incorporator/President

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that M & M HEALTH CARE, INC. desiring to organize under the  
(Name Of Corporation)

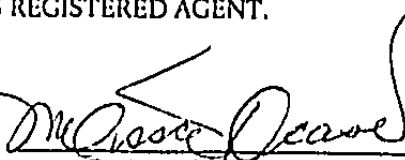
laws of the State of FLORIDA with its principal office, as indicated in the articles of  
(Florida)

Incorporation has named MELISSA OCASIO located at NORTH MIAMI BEACH County of  
(Name of Registered Agent) (City)

DADE State of Florida, as its agent to accept service of process within this state.  
(Country)

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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
Registered agent

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95 JUN 19 PM 12:08  
TALLAHASSEE, FLORIDA