

P96000036399

TRANSMITTAL LETTER

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

SUBJECT: Worldwide Healthcare, Inc.  
(proposed corporate name)

REC'D BY CORP. 77730173  
-04/23/96--01056--015  
\$44122.50 444122.50

Enclosed please find an original and one (1) copy of the articles of incorporation for the  
above corporation and check in the amount of \$122.50.

FROM: Philip H. Friedland  
Name  
1499 West Palmetto Park Road Suite 416  
Address  
Boca Raton, FL 33486  
City, State, & Zip  
(407) 394-7447  
Telephone Number

FILED  
96 APR 22 AM 9:58  
CORPORATION OF STATE  
OF FLORIDA  
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

AL APR 26 1996

ARTICLES OF INCORPORATION

FILED

OF

96 APR 22 AM 9:58

Worldwide Healthcare, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Worldwide Healthcare, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1499 West Palmetto Park Road Suite 416  
Boca Raton, FL 33486

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000) shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Philip H. Friedland, C.P.A.,  
1499 West Palmetto Park Road,  
Suite 416  
Boca Raton, FL 33486

**ARTICLE V INCORPORATOR(S).**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are): John J. and Mary J. Smith

Philip H. Friedland  
1499 West Palmetto Park Road Suite 416  
Boca Raton, FL 33486

The undersigned has(have) executed these Articles of Incorporation this

19<sup>th</sup> day of April, 19 96.

Philip H. Franklin, Vice President  
Signature/Title

**Signature/Title**

**Signature/Title**

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.

1. The name of the corporation is: Worldwide Healthcare, Inc.

2. The name and address of the registered agent and office is:

Philip H. Friedland, C.P.A.

(NAME)

1499 West Palmetto Park Road Suite 416

(P.O. BOX NOT ACCEPTABLE)

Boca Raton, FL 33486

(CITY/STATE/ZIP)

1499  
W. PALMETTO PARK ROAD  
SUITE 416  
BOCA RATON, FL 33486  
APR 29 1996  
RECEIVED IN  
FLORIDA  
STATE  
OF  
TALLAHASSEE, FLORIDA  
AM 9:58

FILED

SIGNATURE Philip H. Friedland  
(corporate officer)

TITLE Vice-President

DATE 4/19/96

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 Philip H. Friedland

DATE 4/19/96

REGISTERED AGENT FILING FEE: \$35.00