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May 3, 1996

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

Re: Articles of Incorporation
Quality Care Miscellaneous, Inc.

600001810356
-05/07/96--01064--011
*****122.50 *****122.50

Dear Gentlemen:

Enclosed herewith, for filing, please find the original Articles of Incorporation of Quality Care Miscellaneous, Inc., along with my firm check in the sum of \$122.50 for filing fees, registered agent designation and a certified copy.

Please return the certified copy to the undersigned. Your attention to this matter is appreciated. Should you have any questions or concerns, please do not hesitate to contact my office.

Sincerely,


Howard P. Rives, III

HPR,III:jgc
Enclosure(s)

RECEIVED
DIVISION OF STATE
CORPORATIONS
96 MAY -5 AM 11:49

965/10/96

ARTICLES OF INCORPORATION
OF
QUALITY CARE MISCELLANEOUS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 AM 11:49

Angela C. Fischer, the undersigned, hereby makes the within Articles of Incorporation for the purpose of becoming incorporated and being a corporation under and by virtue of the laws of the State of Florida under the following proposed charter:

ARTICLE I - NAME/ADDRESS

The name of this corporation shall be Quality Care Miscellaneous, Inc., and its business shall be carried on in the State of Florida and such other states and countries as may be agreed upon, and its principal place of business shall be 802 1/2 Tuskawilla Drive, Clearwater, Florida 34616, or such other place as from time to time is designated.

ARTICLE II - PURPOSE

This corporation shall be authorized and permitted to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The total number of shares that may be issued by the corporation is 7,500 shares of common stock, with a par value of \$1.00 PER SHARE, which stock may be issued in fractional shares and may be in whole or in part canceled and reissued at any time in compliance with the By-Laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provided and approve, whether in cash, services or property.

ARTICLE IV - DURATION

This corporation shall have perpetual existence unless sooner terminated by operation of law or voluntary dissolution in the manner prescribed by law.

ARTICLE V - OFFICERS AND DIRECTORS

The business and affairs of this corporation shall be conducted and managed by a Board of Directors of not less than one member, as may be by the corporation provided, who shall be elected annually by the stockholders of the corporation at such time and place as may be fixed by the By-Laws or by resolution of the Board of Directors, and who shall hold office until their successors shall be elected and qualified. The names and addresses of the initial officers and directors who are to serve until the first annual meeting of the stockholders are as follows:

Angela C. Fischer, President and Director
802 ½ Tuskawilla Drive
Clearwater, Florida 34616

ARTICLE VI - INCORPORATOR

The name and address of the incorporator to these Articles and the number of shares of common stock which she agrees to take are as follows:

<u>Name and Address</u>	<u>Number of Shares</u>	<u>Value</u>
Angela C. Fischer 802 ½ Tuskawilla Dr. Clearwater, FL 34616	50	\$50.00

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE VIII - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

ARTICLE IX - AMENDMENT

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.

ARTICLE X - INITIAL REGISTERED AGENT

The initial registered agent of the corporation and her address shall be as follows:

Angela C. Fischer
802 1/2 Tuskawilla Drive
Clearwater, FL 34616

IN WITNESS WHEREOF, Angela C. Fischer, has hereunto subscribed her hand and seal to these Articles of Incorporation this 2nd day of May, A.D. 1996.

Signed, Sealed and Delivered
in the presence of:

[Signature]
Witness

[Signature]
Witness

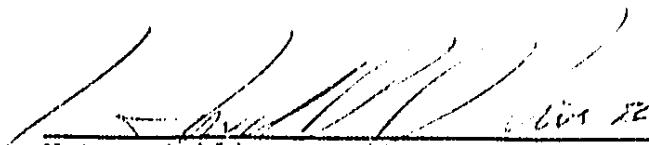
[Signature] (SEAL)
Angela C. Fischer

STATE OF FLORIDA)
COUNTY OF PINELLAS)SS.:

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, Angela C. Fischer, who is personally known to me or who produced Fla. Driver's Lic.

an identification and who executed the foregoing Articles of
Incorporation, and she acknowledged before me that she executed
the same for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of May,
A.D. 1996.



Notary Public
My Commission Expires:



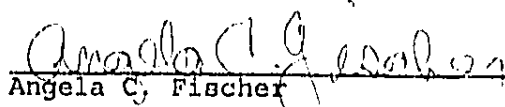
CERTIFICATE DESIGNATING PLACE OF RESIDENCE
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that QUALITY CARE MISCELLANEOUS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Clearwater, County of Pinellas, State of Florida, has named Angela C. Fischer, located at 802 1/2 Tuskawilla Drive, Clearwater, Florida 34616, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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


Angela C. Fischer

FILED STATE
CLERK OF SUPERIOR COURT
95 MAY - 6 AM 11:49