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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 954110 4367113

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : May 15, 1996

ORDER TIME : 9:32 AM

ORDER NO. : 954110

CUSTOMER NO: 4367113

CUSTOMER: Ronald A. Burgess, Legal Asst
NASON GILDAN YEAGER AND
GERSON, P.A.
Suite 1200
1645 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

400001822724

DOMESTIC FILING

NAME: HOME HEALTH DEPOT, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

RECEIVED
96 MAY 15 AM 10:13
DIVISION OF CORPORATION

5/16/96
TD

ARTICLES OF INCORPORATION
OF
HOME HEALTH DEPOT, INC.

FILED
JUN 15 1964
CLERK OF DISTRICT COURT
SOUTH DAKOTA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:
HOME HEALTH DEPOT, INC.

ARTICLE II

ADDRESS

The principal office address of the corporation is:
400 Columbia Drive
Suite 200
West Palm Beach, FL 33409

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue Ten Thousand (10,000) shares of Common Stock having a par value of One Cent (\$.01) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

The name of the initial registered agent of this Corporation at that address shall be:

Gregory L. Scott

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the By-laws, but at no time shall the number of directors be less than one (1).

ARTICLE VI

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the initial members of the Board of Directors who shall hold office until their successors shall have been duly elected or appointed and shall have qualified are as follows:

Name

Street Address

A. Sholdon Deror

9020 Gardens Glen Circle
Palm Beach Gardens, FL 33418

Barbara Deror

9020 Gardens Glen Circle
Palm Beach Gardens, FL 33418

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

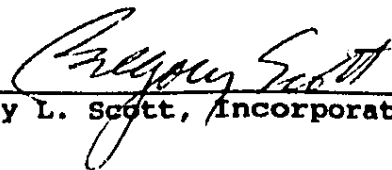
Name

Street Address

Gregory L. Scott

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 10th day of May, 1996.



Gregory L. Scott, Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Home Health Depot, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office

as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, FL 33401, has named Gregory L. Scott located thereat as its registered agent to accept service of process within this State.

By: 

Gregory L. Scott, Incorporated

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By: 

Gregory L. Scott, Registered Agent