

JUN-20-1996 1:49
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EMPIRE CORPORATE KIT
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
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(((H96000009061))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CLINICARE MEDICAL, INC.
FAX AUDIT NUMBER: H96000009061 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/20/1996 TIME REQUESTED: 12:29:52
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
CliniCare Medical, Inc.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be as follows:

CliniCare Medical, Inc.
3259 Coral Ridge Drive
Coral Springs, FL 33068

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$.01	Common

Prepared By
Marvin E. Butler
Butler, Jacobson, Ruffin & Shady, P.A.
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, FL 33309
Tel: (954) 938-4535
FBN-309796

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ARTICLE V

The street address of the initial registered office of the corporation shall be 3259 Coral Ridge Drive, Coral Springs, FL 33065 and the initial registered agent of the corporation at that address shall be John Kappel.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

Name**Address****John Kappel****3259 Coral Ridge Drive
Coral Springs, FL 33065**

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Glaxo Inc., the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this 20 day of June, 1996.

By: John K. Kappel
John Kappel

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ARTICLE VII
The name and address of the incorporator of the corporation is:

Name

Address

John Kappel

3289 Coral Ridge Drive
Coral Springs, FL 33068

EXECUTED at Ft. Lauderdale, Florida on 6/28/96,
1996.

John Kappel
John Kappel

STATE OF FLORIDA
COUNTY OF BROWARD

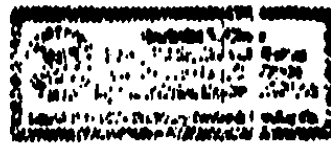
SS:

The foregoing instrument was acknowledged before me on this 28 day of June, 1996, by John Kappel, who is personally known to me or produced FI ID K 140-478-86-124-D as identification and did take an oath.

Rochelle Wilkin
Notary Public
Name of Notary: Rochelle Wilkin
Commission No.: 22-2-2702

My Commission Expires:

6/5/98



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