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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: CARUNCHO & MUR, P.A.

DEPARTMENT OF STATE

2600 DOUGLAS RD

STATE OF FLORIDA

#501

409 EAST GAINES STREET

CORAL GABLES FL 33134-0000

TALLAHASSEE, FL 32399

CONTACT: DULCE A GARCIA

FAX: (904) 922-4000

PHONE: (305) 569-9469

FAX: (305) 441-0480

((H96000009794)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EXCALIBUR HEALTHCARE GROUP, INC.

FAX AUDIT NUMBER: H96000009794

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/15/1996

TIME REQUESTED: 12:02:54

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ARTICLES OF INCORPORATION  
OF  
EXCALIBUR HEALTHCARE GROUP, INC.

ARTICLE I  
NAME

The name of the corporation is EXCALIBUR HEALTHCARE GROUP, INC. The mailing address of this corporation is 2600 Douglas Road, Suite 501, Coral Gables, FL 33134.

ARTICLE II  
DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III  
PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV  
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

Fax Audit No. H96000009794

This instrument prepared by:

Annette C. Onorati, Esq.

Caruncho & Mur, P.A.

2600 Douglas Road

Suite 501

Coral Gables, FL 33134

(305) 569-9469

Fla. Bar No. 989230

Fax Audit No. H96000009794

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**ARTICLE V  
CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of (\$.001) par value common stock.

**ARTICLE VI  
INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is:

Annette C. Onorati, Esq.  
Caruncho & Mur, P.A.  
2600 Douglas Road, Suite 501  
Coral Gables, Florida 33134

**ARTICLE VII  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2600 Douglas Road, Suite 501, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is: CARUNCHO & MUR, P.A.

I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 15 day of July, 1996.

CARUNCHO & MUR, P.A.,  
Registered Agent

By: Annette C. Onorati  
ANNETTE C. ONORATI

Fax Audit No. H96000009794

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IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation  
this 15 day of July, 1996.

Annette C. Onorati  
ANNETTE C. ONORATI, Incorporator

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OCT-11-1996 15:58 FROM CARUNCHO & MUR, P.A. TO 190-0224538 P.01

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: CARUNCHO & MUR, P.A.  
CONTACT: DULCE A GARCIA  
PHONE: (305)569-9469

ACCT#: 072100000451

FAX #: (305)441-0480

NAME: EXCALIBUR HEALTHCARE GROUP, INC.  
AUDIT NUMBER.....H96000014390

DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....1

PAGES..... 1  
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EST.CHARGE.. \$57.50

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**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
EXCALIBUR HEALTHCARE GROUP, INC.**

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TALLAHASSEE, FLORIDA

1. Article "I" of the Articles of Incorporation of EXCALIBUR HEALTHCARE GROUP, INC., is hereby amended as follows:

"NAME. The name of this Corporation is EXCALIBUR HEALTH SYSTEMS, INC.

The mailing address at 2600 Douglas Road, Suite 501, Coral Gables, Florida 33134."

2. The foregoing Amendment was adopted by the sole shareholder and all of the members of the Board of Directors of the corporation on the 11th day of October, 1996, in accordance with Florida Statutes 607.1006.

IN WITNESS WHEREOF, the undersigned President and Secretary of the corporation have executed these Articles of Amendment to the Articles of Incorporation this 11th day of October, 1996.

  
JOSEPH L. CARUNCHO, President/Secretary

g:\Excalibur\Articles.Amc

Fax Audit No. H96000014390 4  
This instrument prepared by:  
Annette C. Onorati, Esq.  
Fla. Bar No. 989230  
CARUNCHO & MUR, P.A.  
2600 Douglas Road  
Suite 501  
Coral Gables, Florida 33134  
(305) 569-9469