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ISAAC A. VELAZQUEZ & ASSOCIATES, P.A.
2100 Ponce De Leon Boulevard, Suite 1100
Coral Gables, Florida 33134

Telephone: (305) 446-0076
Telecopier: (305) 448-0704

July 31, 1996

DIVISION OF CORPORATIONS
P.O. BOX 6327
Tallahassee, FL 32314

Dear Sir or Madam,

Enclosed please find the Articles of Incorporation of ADDCARE HOME HEALTH, INC. together with a check for \$ 70.00 for the Filing Fee and Registered Agent Designation.

Please forward the Certificate and any future correspondence to
200001911842
008/02/96--01065--015
*****70.00 *****70.00

Mr. Anthony Montella
4821 Coconut Creek Parkway
Suite 151
Coconut Creek, FL 33063

Thank you for your prompt attention and assistance in this matter.

Sincerely,


ISAAC A. VELAZQUEZ

8/5/96
JD

**ARTICLES OF INCORPORATION
OF
ADDCARE HOME HEALTH, INC.**

FILED
2016 AUG -2 AM 9:25
CLERK OF CIRCUIT COURT
DADE COUNTY, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ADDCARE HOME HEALTH, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 3,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial Registered Agent of this Corporation is Anthony Montella, 2401 South Ocean Drive, # 2702, Hollywood, Florida 33019, and the street address of the initial principal office of this Corporation is 4821 Coconut Creek Parkway, Suite 151, Coconut Creek, Florida 33063.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| Anthony Montella | 2401 South Ocean Drive, # 2702, Hollywood, Florida 33019 |

Dennis Mancino

2401 South Ocean Drive, # 2702, Hollywood,
Florida 33019

Daniel Lewis

3980 Cocoplum Circle, Coconut Creek,
Florida 33063

ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by Law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase such stockholder's prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The person signing these Articles is Anthony Montella, 2401 South Ocean Drive, # 2702, Hollywood, Florida 33019.

ARTICLE XI - OFFICES

The principal office of this Corporation and mailing address shall be established and maintained at 4821 Coconut Creek Parkway, Suite 151, Coconut Creek, County of Broward, State of Florida, 33063. This Corporation may also have offices at such places within or without the State of Florida as the Board may from time to time establish.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 31 day of July, 1996.


ANTHONY MONTELLA, Incorporator

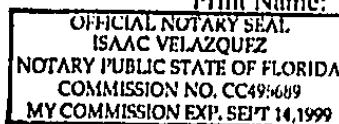
STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared ANTHONY MONTELLA, personally known to me to be the person, who as Incorporator, executed the foregoing Articles of Incorporation of ADDCARE HOME HEALTH, INC., and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31 of July, 1996.


NOTARY PUBLIC
Print Name:

My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED, AND
ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that ADDCARE HOME HEALTH CARE, INC., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the city of Coconut Creek, County of Broward, State of Florida, has named ANTHONY MONTELLA, located at 2401 South Ocean Drive, # 2702, Hollywood, Florida 33019, as its agent to accept service of process within the State of Florida.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office

and of all statutes relative to the proper and complete discharge of his duties as provided in Section 607.325, Florida Statutes.

Dated this 31 day of July, 1996.


ANTHONY MONTELLA

Prepared by:

ISAAC A. VELAZQUEZ
& ASSOCIATES, P.A.
2100 Ponce De Leon Boulevard
Suite 1100
Coral Gables, Florida 33134
(305) 446-0076

FILED
65 AUG -2 AM 9:26
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA