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FROM: ACE INDUSTRIES, INC. ACCT#: 070744001530
CONTACT: LYNN FRIEDMAN
PHONE: (305)358-2571 FAX #: (305)358-7832

NAME: OASIS HOME HEALTH CARE, INC.
AUDIT NUMBER.....H96000012095
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

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of OASIS HOME HEALTH CARE, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: OASIS HOME HEALTH CARE, INC.

Address of the Corporation: 1609 PROSPERITY FARMS ROAD
LAKE PARK, FLORIDA 33403

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000.

PAR VALUE $5.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be: 1609 PROSPERITY FARMS ROAD, LAKE PARK, FL 33403,

and the name of the initial registered agent at such address is DAVID STEGEMAN.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation. David Stegeman 8/22/96

Signature of Registered Agent — Date
DAVID STEGEMAN

Article 6: The board of directors are as follows:

The name and address of the Initial Director : (All persons listed after the first are additional directors)

1. DAVID STEGEMAN
1503 TALL OAKS AVE.
DELRAY BEACH, FL 33446

COLLEEN CHRISTMAN-GRAVER
12787 ELLISON WILSON
NO. PALM BEACH, FL 33408

Article 7: The Name and address of the incorporator is:

DAVID STEGEMAN
1503 TALL OAKS AVE.
DELRAY BEACH, FL 33446

COLLEEN CHRISTMAN-GRAVER
12787 ELLISON WILSON
NO. PALM BEACH, FL 33408

In witness whereof I have subscribed my name. David Stegeman / Colleen Christman-Graver

Signature of Incorporator
DAVID STEGEMAN/COLLEEN CHRISTMAN-GRAVER

#96-12095

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LAW OFFICES
THOMAS J. WOOLLEY, JR.
PROFESSIONAL ASSOCIATION
FIRST FINANCIAL PLAZA, SUITE 408
639 EAST OCEAN AVENUE
BOYNTON BEACH, FLORIDA 33435

MAILING ADDRESS:
POST OFFICE DRAWER 10
BOYNTON BEACH, FLORIDA 33425

TELEPHONE (561) 737-4811
TELECOPIER (561) 737-4819

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TALLAHASSEE FLORIDA

January 13, 1997

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Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: Oasis Home Health Care, Inc.

Dear Sir/Madam:

Enclosed kindly find the original and a copy of the Resignation of Registered Agent of Oasis Home Health Care, Inc. for my client, David Stegeman, together with my check in the amount of $87.50 representing the filing fee. Upon filing, please send an acknowledgement copy to my office.

Thank you for your assistance in this regard.

Sincerely,

THOMAS J. WOOLLEY, JR.

TJW/slr

Enclosures

RA resig.

VS JAN 2 4 1997

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TALLAHASSEE FLORIDA

RESIGNATION OF REGISTERED AGENT
OF
OASIS HOME HEALTH CARE, INC.

1) The undersigned, DAVID STEGEMAN, does hereby resign as Registered Agent of Oasis Home Health Care, Inc.

2) The corporation has been notified in writing of my resignation at the following addresses:

1609 Prosperity Farms Road
Lake Park, FL 33403

12787 Ellison Wilson
North Palm Beach, FL 33408

Dated this 10th day of January, 1997.

DAVID STEGEMAN
15304 Tall Oak Avenue
Delray Beach, Florida 33446