

097000043428



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 391989 122361A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : May 14, 1997

ORDER TIME : 12:28 PM

ORDER NO. : 391989-005

CUSTOMER NO: 122361A

800002180578--5

CUSTOMER: Jose J. Rivero, Esq
JOSE J. RIVERO, ESQ

Suite 245
2625 Ponce De Leon Boulevard
Coral Gables, FL 33134

DOMESTIC FILING

NAME: OMEGA CAR CARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

RECEIVED
STATE
1997

RECEIVED
SECTION
MAY 15 1997
3/16/97

FILED
SECRETARY OF STATE
JAN 11 1965
TAMPA, FLORIDA

ARTICLES OF INCORPORATION
OF
OMEGA CAR CARE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OMEGA CAR CARE, INC.

The address of the principal office of this corporation shall be 1591 West 38th Place, Hialeah, Florida 33012 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 245, 2625 Ponce De Leon Boulevard, Coral Gables, Florida 33134, and the name of the initial registered agent of the corporation at that address is Jose J. Rivero.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 1 Director, initially. The name and address of the initial member of the Board of Directors is:

Maricely Diaz
Dir.

1591 West 38th Place
Hialeah, Florida 33012

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on MAY 15, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

CLD/tsy

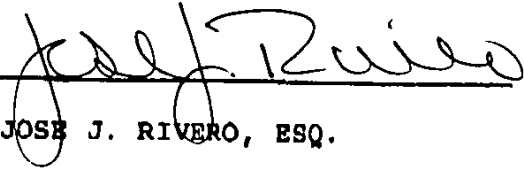
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 11 1961

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

JOSE J. RIVERO, ESQ., an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

OMEGA CAR CARE, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
JOSE J. RIVERO, ESQ.