

ARNALDO VÉLEZ, P.A.

ARNALDO VÉLEZ
ATTORNEY AT LAW

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255 UNIVERSITY DRIVE
CORAL GABLES, FL 33134

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June 2, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Biscayne Care, Inc.

Gentlemen:

Enclosed is our check in the sum of \$122.50 covering your fee for the filing and certified copy of the attached Articles of Incorporation.

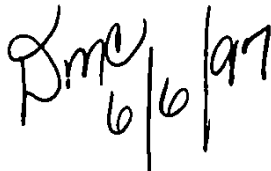
Please forward the certified copy at your earliest convenience.

Very truly yours,


ARNALDO VÉLEZ

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AV/gv
Enc.



FILED
97 JUN -5 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BISCAYNE CARE, INC.

FILED
97 JUN -5 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I:

The name of this Corporation is:

Biscayne Care, Inc.

ARTICLE II:

The principal office and mailing address of the corporation shall be 9104 S.W. 70 Terrace, Miami, FL 33173.

ARTICLE III:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV:

The Corporation is authorized to issue 7,500 shares of common stock, par value of \$1.00 per share.

ARTICLE V:

The name of the initial registered agent, and the street address of the initial registered office of the corporation is: Arnaldo Vélez, Arnaldo Vélez, P.A., 255 University Drive, Coral Gables, FL 33134.

ARTICLE VI:

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII:

The shareholders are not entitled to preemptive rights.

ARTICLE VIII:

The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial director of the corporation is Celida Perez, 9104 S.W. 70 Terrace, Miami, FL 33173.

ARTICLE IX:

The name and address of the Incorporator of the corporation is Celida Perez, 9104 S.W. 70 Terrace, Miami, FL 33173.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of June, 1997.

Celida Perez
Celida Perez, Incorporator

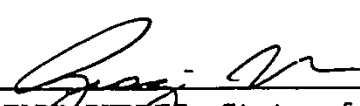
STATE OF FLORIDA)
 : SS
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared **Celida Perez**, personally known to me and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of June, 1997.



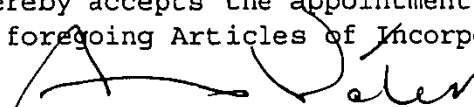
Georgina Valdes
My Commission CC633620
Expires March 27 2001



NOTARY PUBLIC, State of Florida
My Commission Expires:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.



Arnaldo Velez