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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

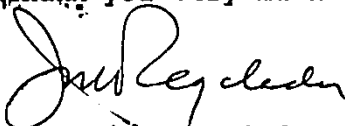
June 23, 1997

STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
P.O. Box 6327  
Tallahassee, FL 32314

Gentlemen:

Enclosed you will find all documents of the Articles of  
Incorporation of **CAREMED ENTERPRISES, INC.** plus a required  
check for \$122.50.

Thank you very much.



Marcelino Regalado  
PO Box 442070  
Miami, FL 33144-2070  
Phone: 1-305-554-5515

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JMR:ym

Enc.

CH  
6/25/97

ARTICLES OF INCORPORATION  
OF  
CAREMED ENTERPRISES, INC.

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SECRET  
TALLAHASSEE, FLORIDA

The undersigned acting as subscribers of a Corporation under the Florida Corporation Law, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is:

CAREMED ENTERPRISES, INC.

ARTICLE II

The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is ONE HUNDRED (100) shares of Capital Stock, all of one class, with a par value of One Dollar (\$ 1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than ONE HUNDRED DOLLARS (\$100.00).

**ARTICLE VI**

**PRINCIPAL OFFICE**

The principal address and registered office address (are the same) of the Corporation is:

3300 S.W. 107 Avenue, Miami, Florida 33165

and the name of its initial Registered Agent is:

ROSA DE LA TORRE

**ARTICLE VII**

The number of directors constituting the initial Board of Directors of the Corporation are:

ROSA DE LA TORRE 3300 S.W. 107 Avenue, Miami, Florida 33165

**ARTICLE VIII**

The name and address of the initial Subscriber is:

ROSA DE LA TORRE 3300 S.W. 107 Avenue, Miami, Florida 33165

**ARTICLE IX**

The following named persons shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:

ROSA DE LA TORRE                      President

**ARTICLE X**

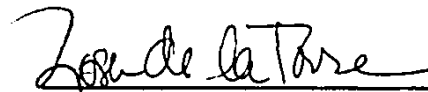
Shareholders shall not be entitled to preemptive rights.

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IN WITNESS WHEREOF, we the undersigned, have made  
subscribed and acknowledged this Article of Incorporation, this  
4<sup>th</sup> day of June, 1997.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE.



ROSA DE LA TORRE, Subscriber  
and Registered Agent

STATE OF FLORIDA

SS

COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared

ROSA DE LA TORRE

to me well known to be the person described herein, and he  
acknowledged before me, according to law, that he made and he  
subscribed the same for the purpose therein mentioned and set  
forth.

IN WITNESS WHEREOF, I have hereunto set my hands and my  
Official Seal, this 4<sup>th</sup> day of June, 1997.

My commission expires:



NOTARY PUBLIC, State of Florida  
at Large