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FAX #: (850) 922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: PROFESSIONAL RESPIRATORY THERAPY SERVICES, I
AUDIT NUMBER.....H97000017439
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1997

ACE INDUSTRIES

SUBJECT: PROFESSIONAL RESPIRATORY THERAPY SERVICES, INC.
REF: W97000023997

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Freida Chesser
Corporate Specialist

FAX Aud. #: H97000017439
Letter Number: 697A00051369

Division of Corporations - P.O. BOX 6927 - Tallahassee, Florida 32314

HA7-17439

ARTICLES OF INCORPORATION

Article 1: Name of Corporation PROFESSIONAL RESPIRATORY THERAPY EQUIPMENT, INC.
Address of Corporation 13356 SOUTHWEST 61st TERRACE
MIAMI, FLORIDA 33183

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT EUGENE CABRERA
and 13356 S.W. 61st TERRACE
REGISTERED OFFICE: MIAMI, FLORIDA 33183

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

Eugene Cabrera 10/16/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. EUGENE CABRERA
13356 SOUTHWEST 61st TERRACE
MIAMI, FLORIDA 33183

Article 5: The Name and Address of the INCORPORATOR is:

EUGENE CABRERA
13356 SOUTHWEST 61st TERRACE
MIAMI, FLORIDA 33183

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In witness whereof I have subscribed my name

Eugene Cabrera
Signature of Incorporator

EUGENE CABRERA

HA7-17439

Prepared by:

ace INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33138
305-358-2571