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KRAMR GREEN ZUCKERMAN KAHN

9549811605 P.01/06

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TO: DIVISION OF CORPORATIONS

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NAME: NURSING SOLUTIONS OF SOUTH FLORIDA, INC.

AUDIT NUMBER.....H98000000198

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1998

KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

SUBJECT: NURSING SOLUTIONS OF SOUTH FLORIDA, INC.
REF: W98000000310

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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JAN-07-1998 10:07

KRAMR GREEN ZUCKRMAN KAHN

9549811605 P.02/06
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**ARTICLES OF INCORPORATION
OF
NURSING SOLUTIONS OF SOUTH FLORIDA, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is NURSING SOLUTIONS OF SOUTH FLORIDA, INC.

ARTICLE II

MAILING ADDRESS

The mailing address of this corporation is 5400 South University Drive, Suite 108, Davie, Florida 33328.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

Prepared by: Mitchell F. Green, Bar No. 348789, 4000 Hollywood Blvd., Suite 485 South,
Hollywood, FL 33021, Phone: (954)966-2112

Prepared by: Mitchell F. Green, Bar No. 358789, 4000 Hollywood Boulevard, # 485 So.
Hollywood, FL 33021, phone: (954)966-2112

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ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, FL 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

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ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one

(1). The name and address of the initial director of this corporation is:

Kenneth Goss
5400 South University Drive
Suite 108
Davie, FL 33328

ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

Kenneth Goss
5400 South University Drive
Suite 108
Davie, FL 33328

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

on this 5th day of January, 1998.


Kenneth Goss
Initial Director/Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST - That NURSING SOLUTIONS OF SOUTH FLORIDA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5400 South University Drive, Suite 108, City of Davie, State of Florida, has named Mitchell F. Green, located at 4000 Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: Kenneth Goss

KENNETH GOSS

TITLE: Incorporator

DATE: Jan-5, 1998

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: Mitchell F. Green

MITCHELL F. GREEN

Registered Agent

DATE: Jan-5, 1998

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TALLAHASSEE FLORIDA