



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 952275 10940A

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 122.50

ORDER DATE : September 4, 1998

ORDER TIME : 10:55 AM

ORDER NO. : 952275-005

CUSTOMER NO: 10940A

CUSTOMER: John L Korthals, Esq
JOHN L. KORTHALS, P.A.

1401 E. Atlantic Boulevard

Pompano Beach, FL 33060

500002632215--1

DOMESTIC FILING

NAME: HOME HEALTH SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 9:46

RECEIVED
98 SEP -4 AM 11:40
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
HOME HEALTH SOLUTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 9:46

Article 1 - Name

The name of this corporation is HOME HEALTH SOLUTIONS, INC.

Article 2 - Duration

This corporation shall exist perpetually.

Article 3 - Purpose

This corporation is organized to do any and all business permitted under the laws of the State of Florida.

Article 4 - Capital Stock

This corporation is authorized to issue Five Hundred (500) shares of One (\$1.00) Dollar par value common stock.

Article 5 - Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 16257 Bridlewood Circle, Delray Beach, Florida 33445. The initial Registered Agent of this corporation is John L. Korthals, Esquire, whose street address is 1401 East Atlantic Blvd., Pompano Beach, Florida 33060.

Article 6 - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than two. The name and address of the initial directors of this corporation are:

Michael G. Cale

16257 Bridlewood Circle
Delray Beach, FL 33445

Richard P. Haslam

2124 Middle River Drive
Ft. Lauderdale, FL 33305

Article 7 - Incorporator

The name and address of the person signing these articles is:

John L. Korthals, Esquire 1401 E. Atlantic Blvd.
Pompano Beach, FL 33060

Article 8 - Voting Rights

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

Article 9 - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

Article 10 - Calling of Special Meetings

Special meetings of the shareholders may be called in any manner provided by law or the by-laws.

Article 11 - Shareholder Quorum and Voting

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Article 12 - Powers

The corporation shall have all the powers enumerated in the Florida General Corporation Act.

Article 13 - Director Quorum and Voting

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.

Article 14 - Action by Directors Without a Meeting

The Directors of this corporation may take action by written consent, without a meeting, as provided by law.

Article 15 - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of September, 1998.

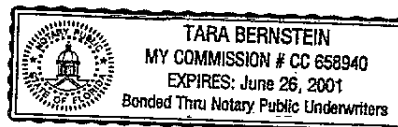

JOHN L. KORTHALS, ESQUIRE

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN L. KORTHALS, ESQUIRE, known to and by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this 2nd day of September, 1998.


Notary Public
My Commission Expires:



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 9:46

The following is submitted pursuant to Chapters 48.091(1)
and 607.034 of the Florida Statutes:

Home Health Solutions, Inc., desiring to organize under
the laws of the State of Florida, being in the County of Broward,
at 16257 Bridlewood Circle, Delray Beach, Florida 33445, has named
John L. Korthals, Esquire, located at 1401 East Atlantic Blvd.,
Pompano Beach, Florida 33060, as its initial registered agent to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation, at the initial registered office of the
Corporation in this State, I hereby accept to act in this capacity
and agree to comply with the provisions of said statute relative to
keeping the registered office of the corporation open from 10:00
A.M. to noon each day, except Saturdays, Sundays and legal
holidays, and to post therein a sign designating the name of the
corporation and the name of its registered agent.

DATED this 2 day of September, 1998


JOHN L. KORTHALS, ESQUIRE