

P9900082/22

DATE SEPTEMBER 9, 1999

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

FILED
99 SEP 13 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
600002985328-8
-09/13/99-01107-006
*****78.75 *****78.75

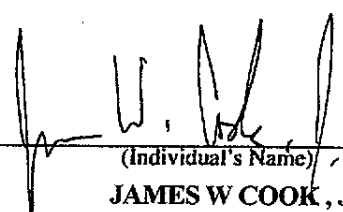
Re: RESPIRATORY THERAPY ON - CALL, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$ 7 8 . 7 5

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


(Individual's Name)
JAMES W COOK, JR.

Respiratory Therapy On - Call, Inc.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
2501 Bristol Drive Suite B-12		
West Palm Beach, Florida 33409		
PHONE		
(5 6 1)	4 7 1 - 9 8 7 8	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

RESPIRATORY THERAPY ON - CALL , INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

RESPIRATORY THERAPY ON - CALL , INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
2501 Bristol Drive Suite B-12		
CITY West Palm Beach,	FLORIDA	ZIP 33409
Mailing address, if different		
STREET ADDRESS SAME		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME JAMES W. COOK, JR.		
ADDRESS 2501 Bristol Drive Suite B-12		
CITY West Palm Beach,	FLORIDA	ZIP 33409

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 one (1). The names and addresses of the initial director(s) of the corporation are as follows:

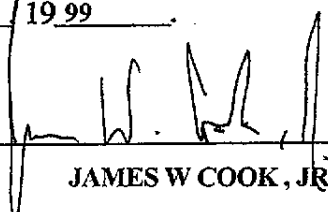
NAME JAMES W COOK, JR.		
ADDRESS 2501 Bristol Drive Suite B-12		
CITY West Palm Beach,	STATE Florida	ZIP 33409
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME JAMES W COOK, JR.		
ADDRESS 2501 Bristol Drive Suite B-12		
CITY West palm beach,	STATE Florida	ZIP 33409
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 9 Th
day of SEPTEMBER 1999.



JAMES W COOK, JR. (Signature)

(Signature)

(Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESPIRATORY THERAPY ON - CALL , INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office
as indicated in the Articles of Incorporation

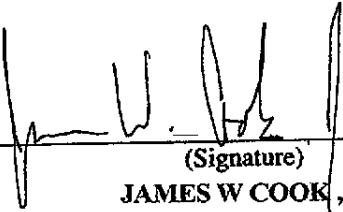
at 2501 Bristol Drive Suite B-12

West Palm Beach, Florida 33409

has named JAMES W. COOK, JR.

located at the aforesaid address, as its registered agent to accept service of process within this
state.

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this certificate, I hereby accept the appointment as regis-
tered agent and agree to act in this capacity. I further agree to comply with the provisions of all
statutes relating to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.


(Signature)
JAMES W COOK, JR.

SEPTEMBER 9, 1999

(Date)